Innovation lives here.

NORTHERN VIRGINIA AMAZON HQZ SUBMISSIO

Northern Virginia

North America's top producer of tech talent

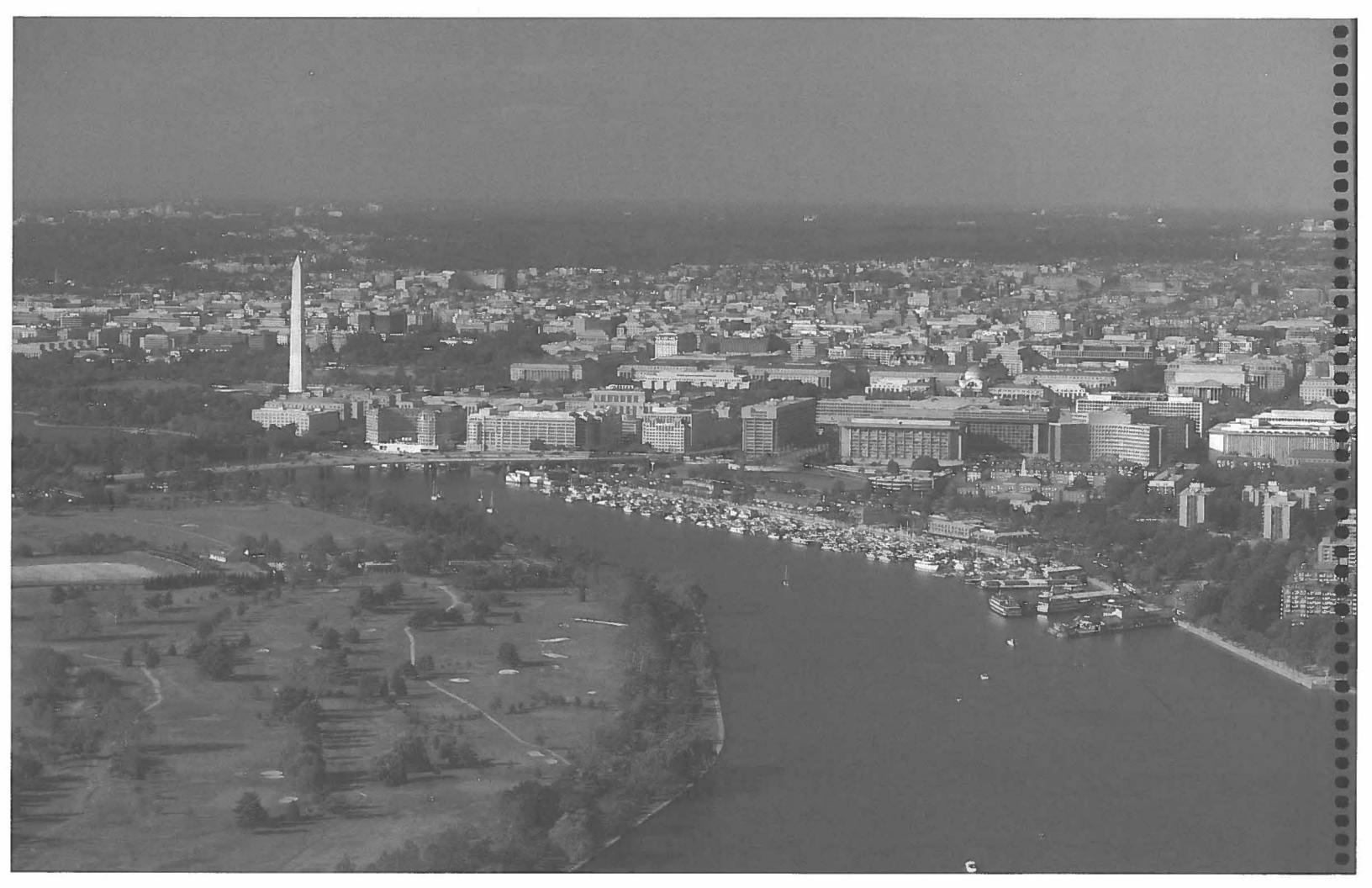
A global and inclusive region...on a human scale

America's only metro leading public and private sector innovation

A stable and competitive partner with a legacy of exceptional governance

A portfolio of trophy sites ready to match the scope, speed, and scale of HQ2

A new model of economic development for the 21st century



The Case for Northern Virginia

A company of pioneers, Amazon has positioned itself on a growth trajectory for decades to come. Your success as a company has gone hand-in-hand with your commitment to technological innovation, community empowerment, and environmental sustainability. As a region, Northern Virginia (NOVA) understands your story – it mirrors both our history and vision for the future, as our region has blossomed into an economic powerhouse. In NOVA, you will find not just a fertile base for growth, but an engaged and trusted partner.

Over the last two decades, NOVA – comprised principally of Alexandria, Arlington, Fairfax, and Loudoun counties – has undergone a transformation. What once was a region defined by proximity to Washington, D.C., we are now a thriving destination comprised of bustling mixed-used developments; 11 Fortune 500 companies; hundreds of top technology firms; a top five talent base; a hub of innovators, entrepreneurs, and investors; diverse cultural amenities; and one of the friendliest business climates in the U.S. As a gateway to the world, we lead in global and local connectivity. NOVA is one of only three regions in the country that has two top 30 airports, while also home to a top five transit system and one of the most innovative road systems in the country.

NOVA offers the best of all worlds, from the cobblestone streets of Alexandria, one of America's oldest cities, to thriving new mixed-used urban centers like Reston in Fairfax County; to bustling neighborhoods of millennials in Arlington; to the extremely high quality of life in suburbs, like Leesburg, with access to Loudoun Countu's sustainable farms. and vibrant wine region. Washington, D.C. is just a short metro trip away, with access to historic neighborhoods like Dupont Circle, Georgetown, and Capitol Hill, as well as rapidly developing areas like Shaw, Bloomingdale, and the Southwest Waterfront. Across the board, there is not a metropolitan area elsewhere that offers such an incredible diversity of living options.

We are steeped in history and growth, balancing deep roots of civic engagement with a region positioned at the cutting edge of innovation and technology. Our communities are multicultural, international, and increasingly led by immigrants, people of color, and women. With a deep bench of talent, a committed set of leading educational partners, an attractive regulatory and tax environment, and a proud tradition of stable political leadership, NOVA and the greater Washington, D.C. area provide the ideal setting for Amazon's HQ2.

As a partner to Amazon, we bring several distinctive, high-impact assets to the table:

- North America's top producer of tech talent. We are the country's most
 educated region (~49% of those 25 and older have at least a bachelor's degree),
 and we produce more computer science graduates than any other metropolitan
 area. We also have a ready base of talent as the country's third-largest pool
 of software developers and fourth-largest pool of management and legal
 professionals. The combination of depth, concentration, and growth of talent
 available in the Washington, D.C. metro area, with additional talent production
 from Virginia's nationally leading higher education system, will ensure we
 maintain our edge with access to the best and brightest.
- A global and inclusive region... We are a global power center, the capital of global democracy, and one of the country's most racially, ethnically, and internationally-diverse regions. Women are twice as likely, and African Americans five times as likely, to work in the technology sector in NOVA than in Silicon Valley. Approximately one in four of our residents was born outside the United States, and the children in our schools speak ~100 native languages. Our communities are ranked among the most LGBTQ-friendly nationwide, and diversity is one of our core strengths.
- ...on a human scale. NOVA offers something for everyone, with access to some
 of the country's most interesting cultural and historical sites, sports teams in all
 major leagues, and a dynamic food and wine scene. We are home to a broad
 range of outdoor activities, from kayaking on the Potomac to hiking in the nearby
 Shenandoah National Park, all as part of our mild four-season climate. We are also
 a set of tight-knit communities, offering a diversity of housing options, some of
 the country's top-ranked public schools, and one of the country's top-rated
 public transit systems.

- America's only metro leading public and private sector innovation. Innovation is our lifeblood. Our legacy of transformative technologies transcends sectors, from the Defense Advanced Research Projects Agency's (DARPA) role in inventing the internet and voice-recognition systems; to our public/private collaboration to create more than 70 miles of automated corridors for connected and autonomous vehicle testing; to our history as the foundation of the telecom revolution and our current depth of technology companies our region sits uniquely at the nexus of public and private innovation. As the home to the federal government, we provide access to the largest customer in the world and the regulator overseeing Amazon's businesses of today and tomorrow.
- A stable and competitive partner with a legacy of exceptional governance.
 Virginia is consistently rated among the best states to do business in leading publications. Of all of the Fortune 500 companies based in the greater D.C. area, two-thirds have chosen to locate in NOVA. According to U.S. News & World Report, Virginia is the No. 2 best state for governance, considering fiscal stability, budget transparency, and state integrity.
- A portfolio of trophy sites ready to match the scope, speed, and scale of HQ2.
 Our proposed sites are a diverse and complementary set of options—Capital View:
 A set of skyscrapers perched atop the Potomac River with views of the national monuments; Innovation Station: A 338-acre greenfield site catty-corner to Washington Dulles airport; Alexandria: an urban site steps from historic Old Town Alexandria; and National Landing: 15 million square feet of development potential at the crossroads of Arlington and Alexandria's corporate district. Each site provides a compelling vision for your next home: a walk, bike, or metro ride away from Washington, D.C. and NOVA's vibrant communities.

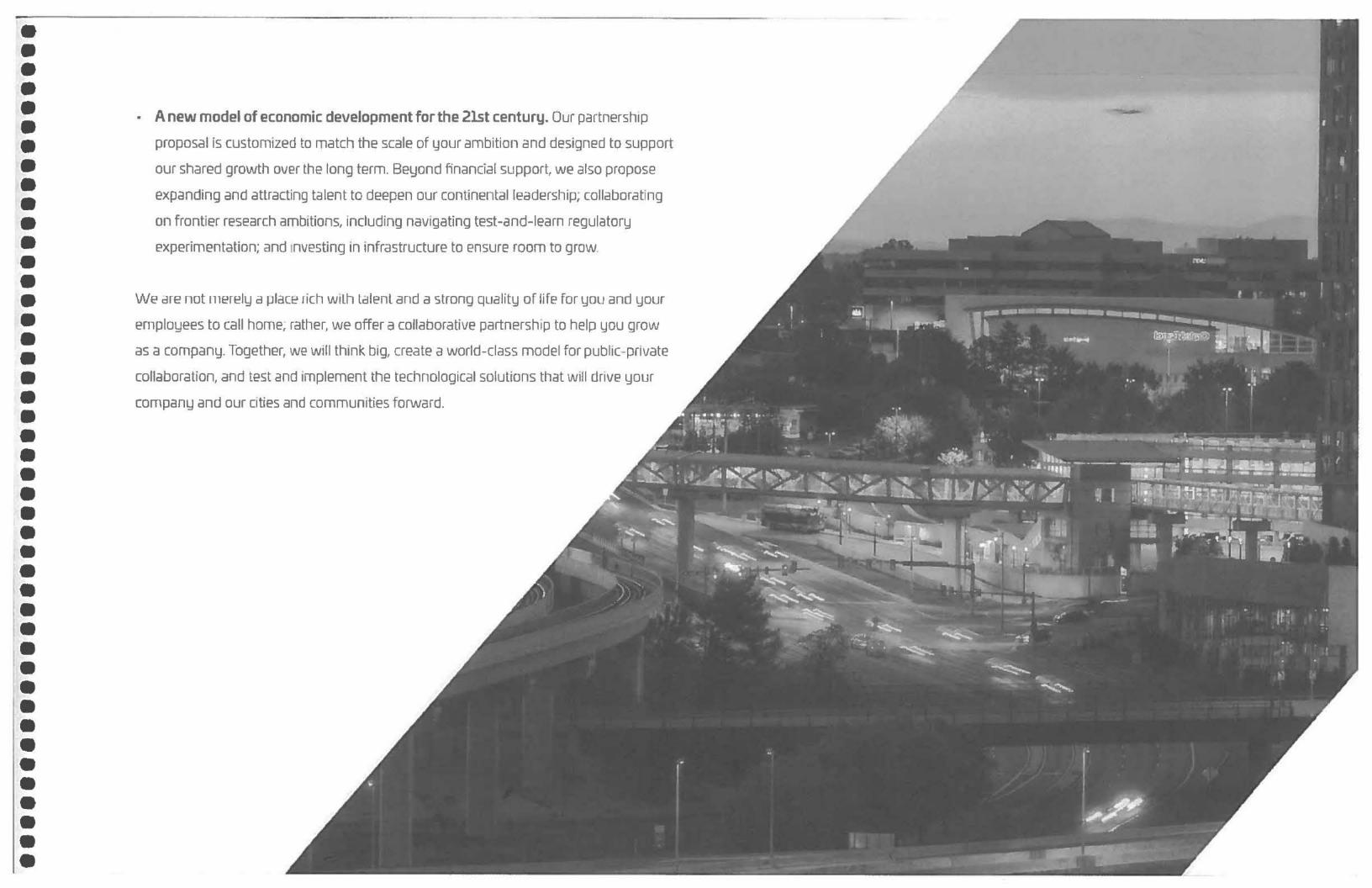


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Talent

North America's top producer of tech talent

HQ2 is going to require a broad and deep bench of talent given the company's diverse human capital needs. Northern Virginia (NOVA) offers access to an unparalleled talent base with the depth, breadth, and concentration of talent needed for the company to hire and develop as your needs evolve. We produce more computer science graduates than any other metropolitan region on the continent. As part of the Commonwealth of Virginia, we offer access to our leading public education system. We are also putting forward a commitment to grow and strengthen our talent base to help you meet your talent needs as they change over time.

TALENT

Workforce

We've got a nerd herd

"Nestlé USA carefully considered a number of locations, and Arlington hits all the marks. The area offers appealing benefits for our current employees, as well as a great talent pool for the future. This location allows us to be closer to our business operations, our customers, and other important stakeholders."

Paul Grimwood, Chairman & CEO, Nestlé USA*

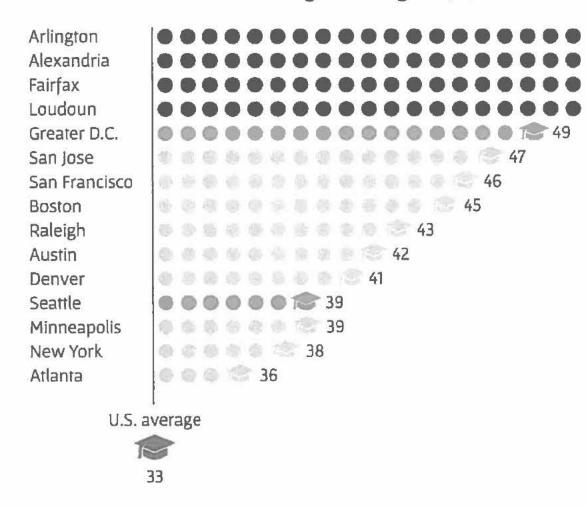
^{*}which announced its corporate relocation from California to NOVA earlier this year

An exceptional talent pool

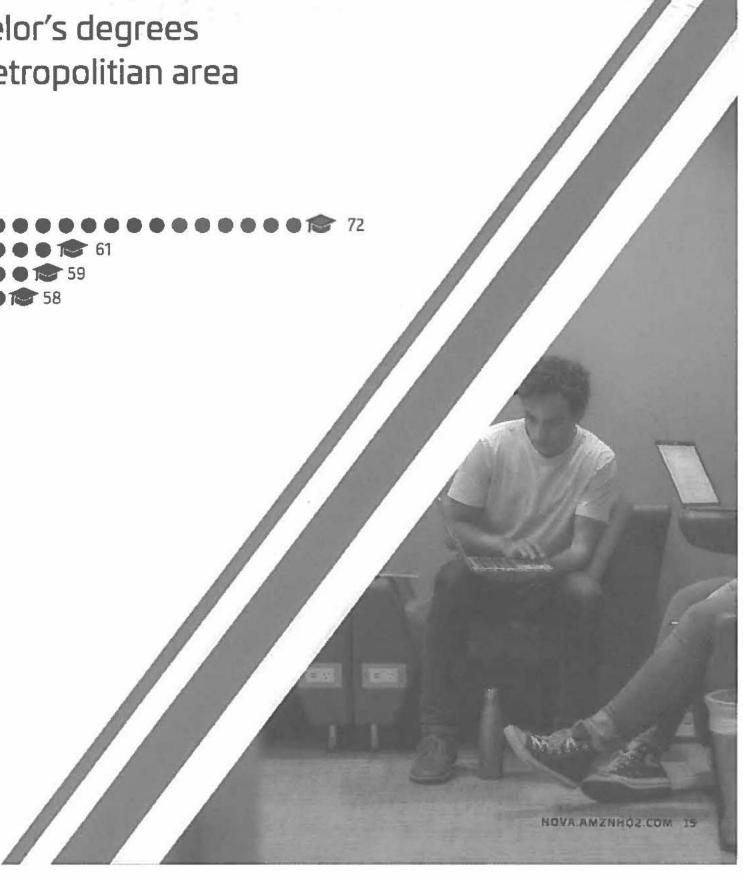
NOVA has a strong technical and business workforce capable of meeting Amazon's diverse human resource needs. Nearly half (~49%) of the Washington, D.C. metro area has a bachelor's degree or higher, making it the most highly-educated metropolitan statistical area (MSA) in the country. Our counties in NOVA boast even higher average levels of education, and the trend is only continuing. According to Bloomberg's Brain Concentration Index, the greater Washington, D.C. area is the nation's fifth-ranked area for a growing concentration of educated talent and the only region in the top five on the East Coast.

There is a larger share of residents with bachelor's degrees and above in NOVA than in any other large metropolitian area

Level of educational attainment Percent with a Bachelor's degree or higher (%)



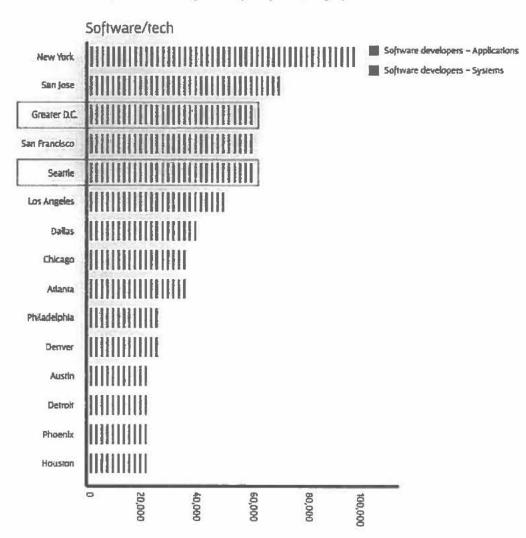
Source: 2011–2015 American Community Survey 5-Year Estimates, 2015





The greater D.C. area has one of the highest concentrations of software, business, and legal talent across the country

Current employment in key fields of interest Number of currently employed, by field



Los Angeles Greater D.C. Philadelphia Phoenix Seattle San Jose

Business and Legal Services

Source: Bureau of Labor Statistics, Occupational Employment Statistics Survey, 2015



NOVA is a fast-growing hub for young professionals. Arlington and Alexandria are consistently ranked among the places with the fastest-growing millennial populations. In fact, these counties ranked No. 1 and No. 2 respectively, for the largest increases in millennials across more than 1,800 jurisdictions nationwide between 2007 and 2013. Fairfax County also has more than 200,000 members of Gen Y in its population.

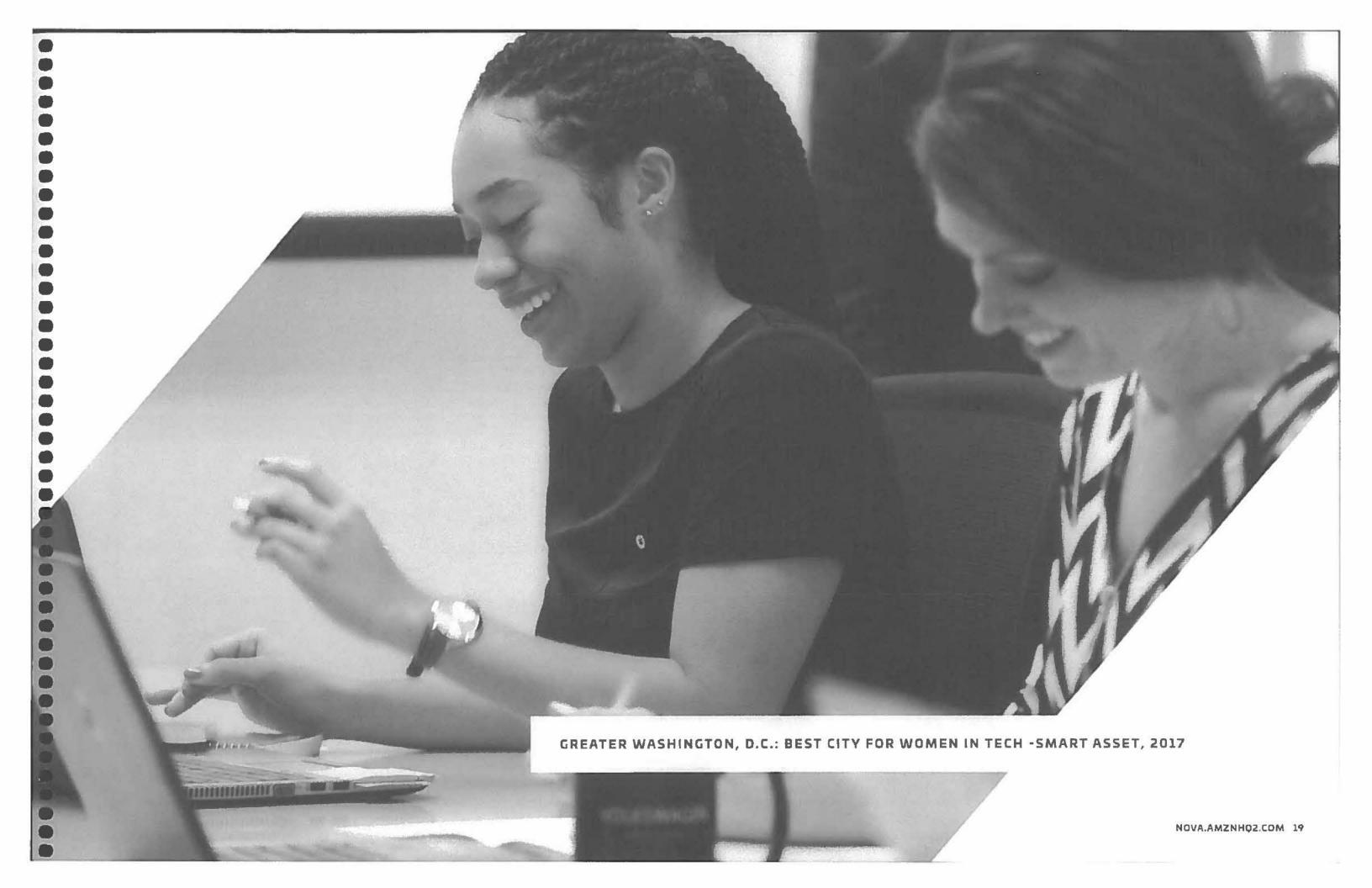
A global and diverse talent hub

International diversity is the lifeblood of our region. As one of the world's great multicultural regions, greater Washington, D.C. is home to one of the most robust pools of international talent nationwide. Between 2010 and 2016, the area saw the U.S.'s fourth-largest growth in international population, trailing only New York, Miami, and Los Angeles.

"We have access to some of the best talent in the world – unique access to support a global company. We are a high-tech company, a [and] it boils down to the fact that we can get great people to work for us. Our unique benefits and workspace, combined with all the benefits of residing in Fairfax County, make it easier to attract and retain great members of Team Carfax."

- Dick Rainse, CEO, Carfax, Inc.





A talented population and strong value

Higher wages follow higher quality talent, and wages are competitive in NOVA. Yet, wage rates for the Washington, D.C. area are lower than those of many other regions with similar levels and quality of talent, such as Silicon Valley, Seattle, Boston, and New York. Our software developers earn an annual average of \$114,000, 7% lower than their counterparts in San Francisco and 14% lower than their counterparts in Seattle and San Jose.

Wages and employment levels in greater Washington, D.C. and Seattle, Washington

Job Category	Annual median salary - DC (2016)	Annuel medien seleny – Seettle (2014)	Total employment - DC (2014)	Total employment - Seettle (2014)
Chief Executives	\$ 208,000	\$ 205,070	6,330	3,490
Lawyers	\$ 157,970	\$ 136,280	44,370	14,790
Management Occupations	\$ 130,980	\$ 131,490	234,800	103,510
Software Developers, Systems Software	\$ 119,030	\$ 116,610	27,400	12,470
Software Developers, Applications	\$ 113,030	\$ 131,740	31,410	45,990
Accountants and Auditors	\$ 82,700	\$ 74,300	40,980	19,340
Office and Administrative Support Occupations	\$ 40,330	\$ 42,360	408,880	262,120

These hypothetical profiles are intended to reflect the diversity of Amazon's workforce. From a race/ethnicity perspective, they were randomly assigned to illustrate the variety of housing options that HQ2 employees might consider.

Source: Bureau of Labor Statistics, Occupational Employment Statistics Survey, 2016





"This region has seen an insurgence of innovation and entrepreneurship over the past decade, and it continues to grow. As the founder of a company whose biggest asset is entrepreneurs themselves, we have been able to thrive and grow our company here."

Andrew Cheng, CEO/Founder, Eastern Foundry





African Americans fill ~17% of all technology jobs



Women fill 41% of all technology jobs

COMPARED T

Silicon Valley



African Americans fill ~3% of all technology jobs

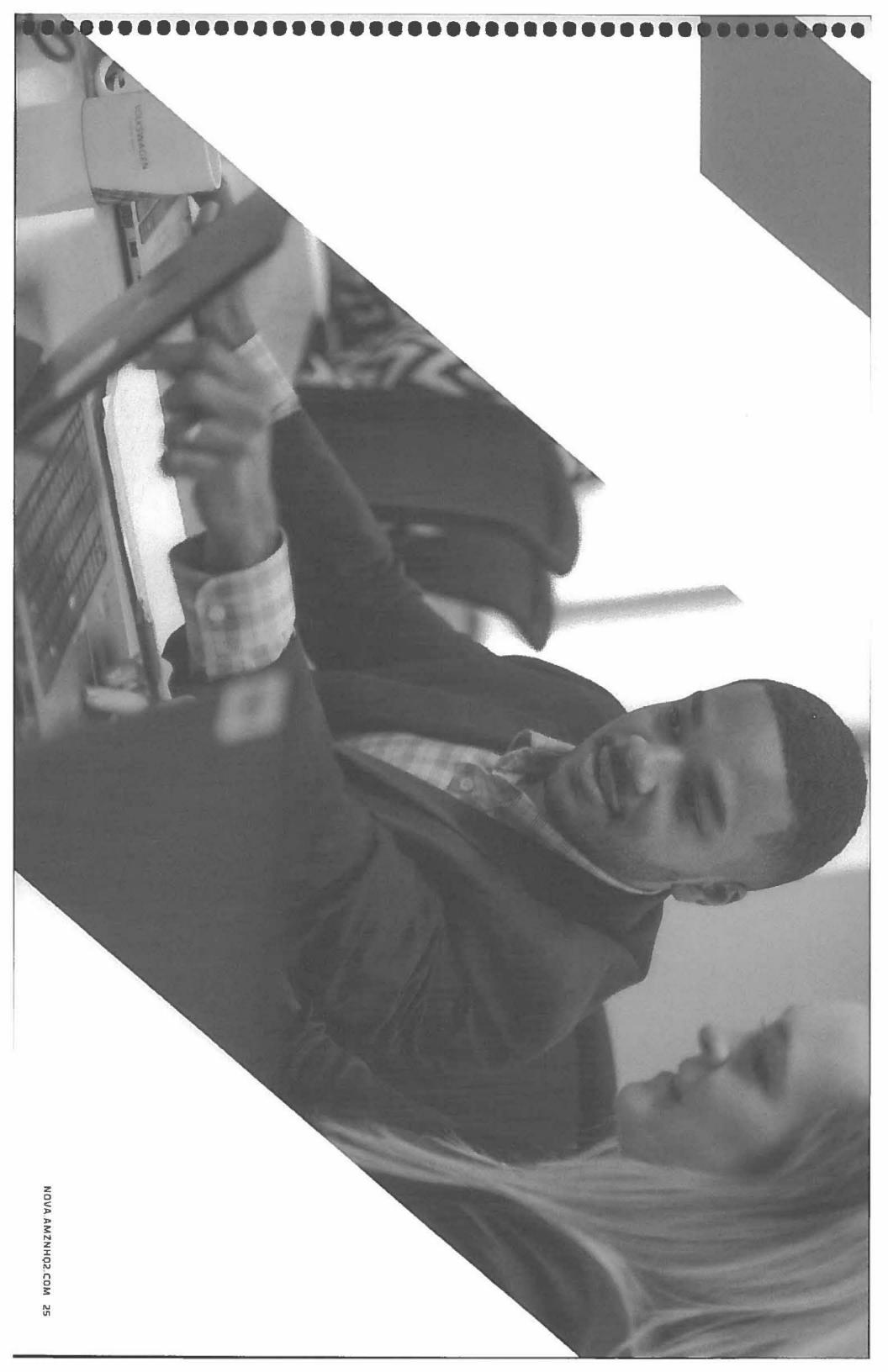


Women fill 22% of all technology jobs

A culture of innovation and entrepreneurship

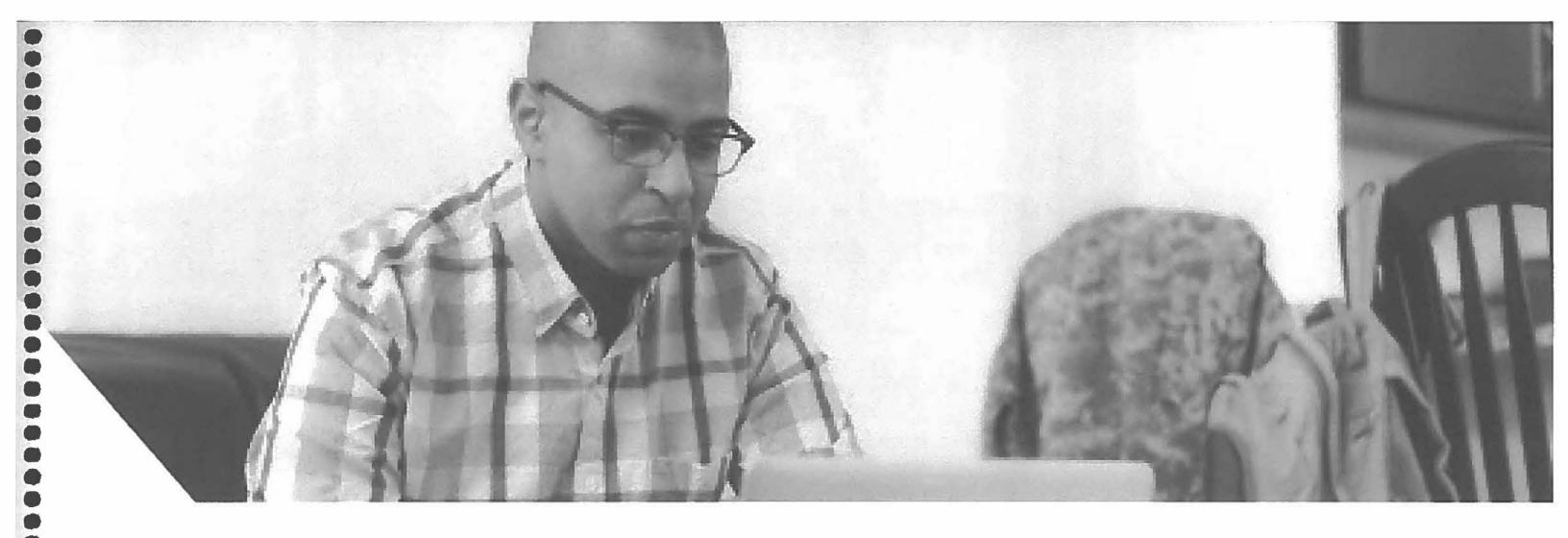
In recent years, greater Washington, D.C. has emerged as a top region for technology entrepreneurship. In 2013, Forbes described Washington, D.C. as the country's "No. 1 new tech hot spot" and the greater Washington, D.C. area now claims more than 1,000 startups and five of the top 100 investors in startup technology and biotechnology companies, according to entrepreneur.com. The region is the sixth-largest metropolitan area for venture capital investment (trailing only Boston and New York outside the West Coast). Though often thought of as having a technology sector built primarily on IT government contracting, greater D.C.'s growth in startups, venture capital, and the number of accelerators and incubators is evidence of a rapidly diversifying technology economy.

Given the mission-driven ethos of the broader Washington, D.C. region, we are also home to a strong and growing ecosystem for social entrepreneurs. According to a 2016 report co-sponsored by Capital One and Halcyon Incubator, the greater Washington, D.C. area was ranked as the No.1 social enterprise ecosystem in the U.S.



Working with Northern Virginia's veterans

The greater Washington, D.C. area is home to nearly 210,000 employmentage veterans, making it the metropolitan area with the largest number of veterans in the labor force nationwide. Many veterans enter the civilian workforce after senior leadership positions at the Pentagon and elsewhere in the national security agencies that populate NOVA. This vital workforce can help Amazon meet its Joining Forces pledge to hire 25,000 veterans and military spouses.



"Virginia boasts more veterans per capita in our labor force than in any other state in America. We each have the responsibility to serve these veterans just as they have served us, and I'm proud that we've been able to do that effectively through the Virginia Values Veterans program. This is a true public-private partnership that has a proven track record in encouraging companies to hire and retain skilled veteran leaders in our civilian workforce."

- Governor Terry McAuliffe

The Washington Monument is not our only (ivory) tow

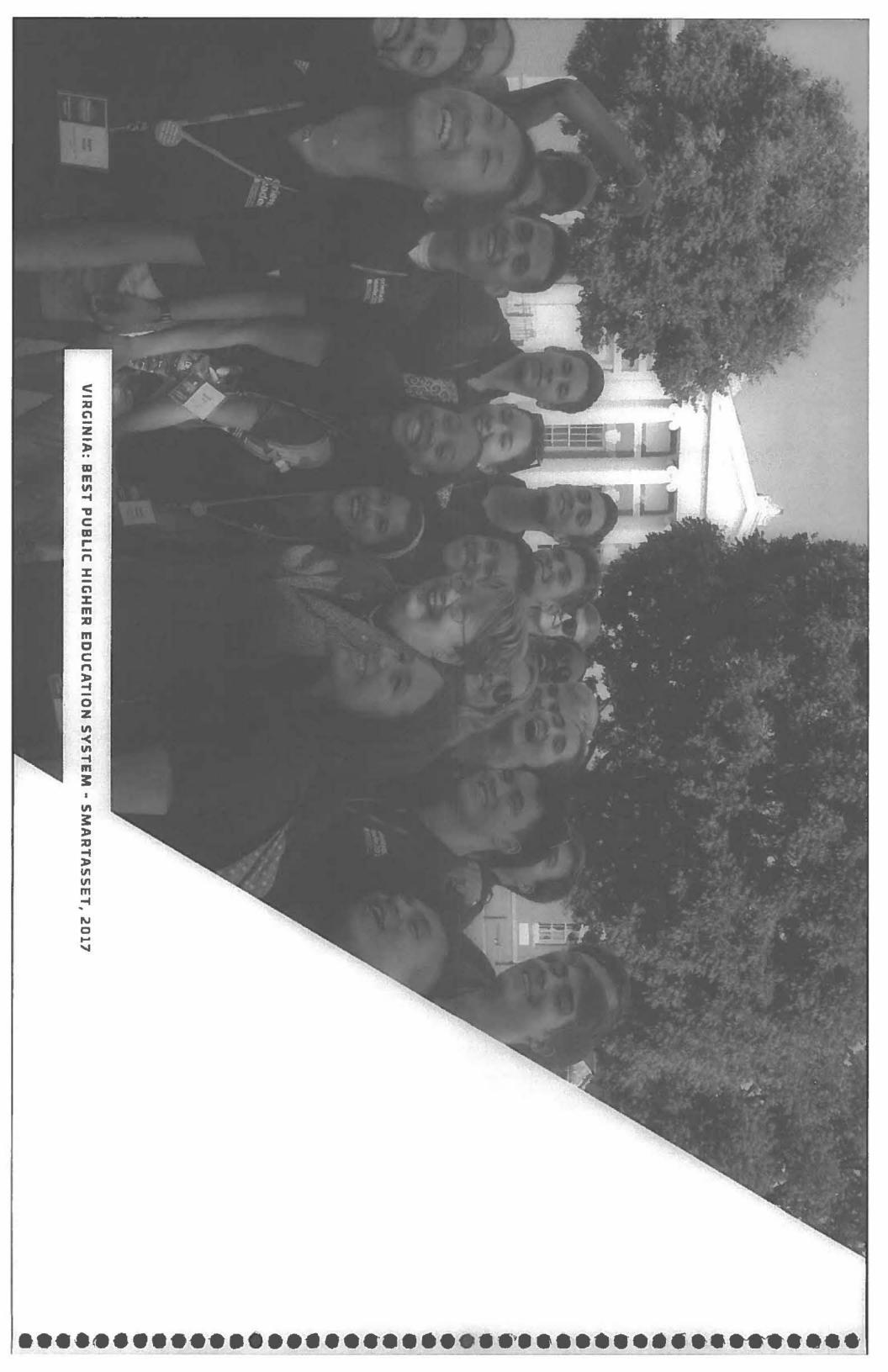
A talent-rich pipeline that is rapidly expanding

Colleges and universities in the Washington, D.C. area produce more computer science graduates than any other metro area in the country, graduating ~6,300 computer science students with bachelor's, master's, and doctoral degrees each year. As part of a partnership with Amazon, we will extend our advantage in this area through additional investments in technology and computer science research and education at universities across the state.

The region also produces the fourth-largest number of graduates in business disciplines (~20,000) and the second-largest number of legal graduates in the U.S. Finally, Virginia is home to a deep pool of cyber talent. The Commonwealth boasts 45% more cyber employees than any other state in the country.

The greater D.C. area has more annual computer science graduates than all other metropolitian areas

New computer science graduates, annually (Bachelor's degree and above) Number of new computer science graduates, 2015 1,340 **New York** 6,032 Chicago Boston 2,891 3,680 Philadelphia Greater D.C. Los Angeles 3,653 6,258 Atlanta 1,947 Phoenix Dallas 3,026 2,049



"Virginia Tech can be a great partner for Amazon. With a top-15 ranked engineering and computer science program that stands 4th in the nation in undergraduate degrees awarded, and a commitment to enrollment growth, we can contribute a robust talent base that aligns with Amazon's core values and greatest needs. Top technology firms who hire our graduates tell us they hit the ground running with the expertise, work ethic, team orientation, and grit necessary to succeed.

Our leading research programs in cybersecurity, transportation, autonomous systems and data analytics are use-inspired and aimed at rapid integration into the commercial sector. Our state-wide presence supports regional innovation ecosystems and provides our industry partners with strategic leverage and expertise. We would enthusiastically welcome the opportunity to work with one of the world's most innovative companies here in the great Commonwealth of Virginia."

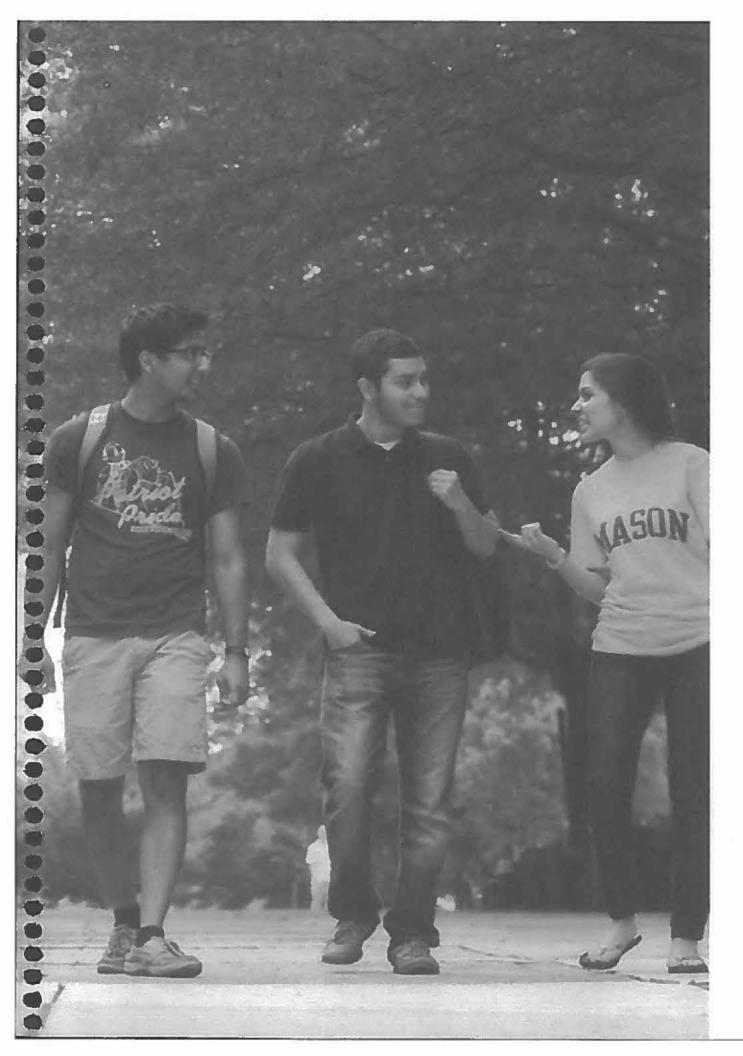
- Timothy Sands, President, Virginia Tech

Relevant degree production over the last three years, within the Washington, D.C. metro area

NOVA is an even more attractive location when factoring in access to the broader Virginia educational system, including leading institutions like the University of Virginia, Virginia Tech, and William & Mary, which also provide a strong talent pipeline to the greater Washington, D.C. area.

DEGREES	2018	2014	2015
Computer and Information Sciences and Support Services Total Degrees	6,119	6,427	7,501
Associate's Degrees	1,134	1,072	1,243
Bachelor's Degrees	2,861	3,097	3,635
Master's Degrees and Above	2,124	2,258	2,623
Business Management, Marketing, and Related Support Services Total Degrees	19,910	20,038	20,148
Associate's Degrees	2,799	2,843	2,866
Bachelor's Degrees	8,464	8,453	8,877
Master's Degrees and Above	8,647	8,742	8,405
Legal Professions and Studies Total Degrees	3,757	3,648	3,429
Associate's Degrees	147	139	153
Bachelor's Degrees	207	277	248
Master's Degrees and Above	3,403	3,232	3,028
Accounting and Related Services Total Degrees	1,933	2,035	2,139
Associate's Degrees	246	257	223
Bachelor's Degrees	1,221	1,262	1,241
Master's Degrees and Above	466	516	675

For a full list of universities and community colleges with relevant degrees and the number of students graduating with those degrees over the last three years, please see the Appendix available in the document download on NOVA.AMZNHQ2.COM.



"All of us at George Mason University are excited about the prospect of a major Amazon presence in Virginia. The world-class research universities in our state provide a unique source of highlyqualified, diverse professionals who will contribute to Amazon's growth and innovation for decades to come. The rich entrepreneurial ecosystem that we have built will create additional opportunities to be tapped by Amazon. And our proximity to Washington, D.C. creates natural connections with organizations and institutions around the globe that are second to none."

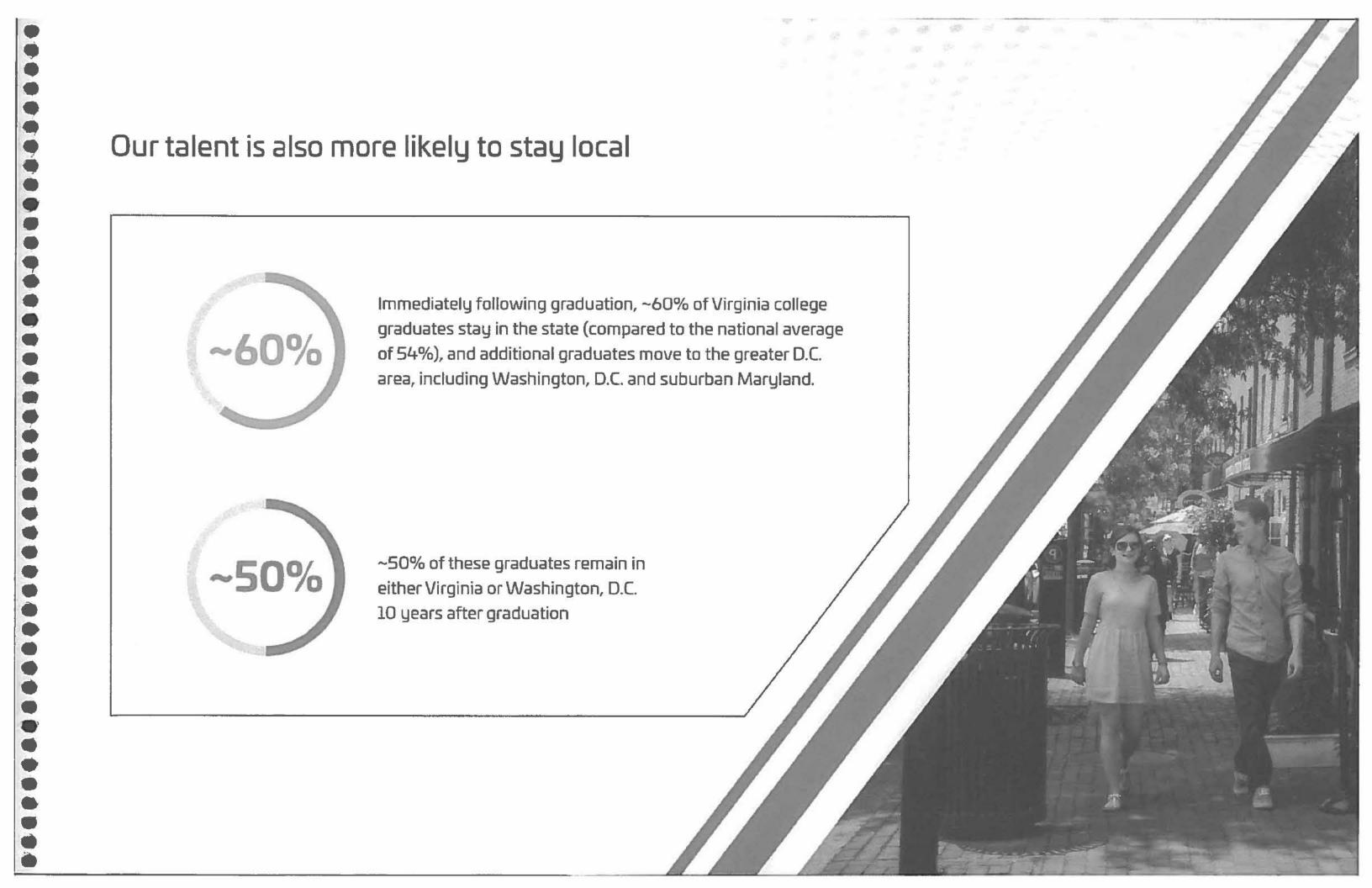
- Angel Cabrera, President, George Mason University



THE UNITED STATES-U.S. NEWS & WORLD REPORT, 2017

"Loudoun County was the ideal nexus for starting our sports technology company. There is an enormous pool of highly-qualified analytics and software development talent that rivals any innovation hub in the U.S. The proximity to Washington, D.C. brings access to great universities brimming with new talent, and a metropolitan area that is a power center, not only domestically but globally."

- Joe Brennan Jr., Founder and CEO, SportAD

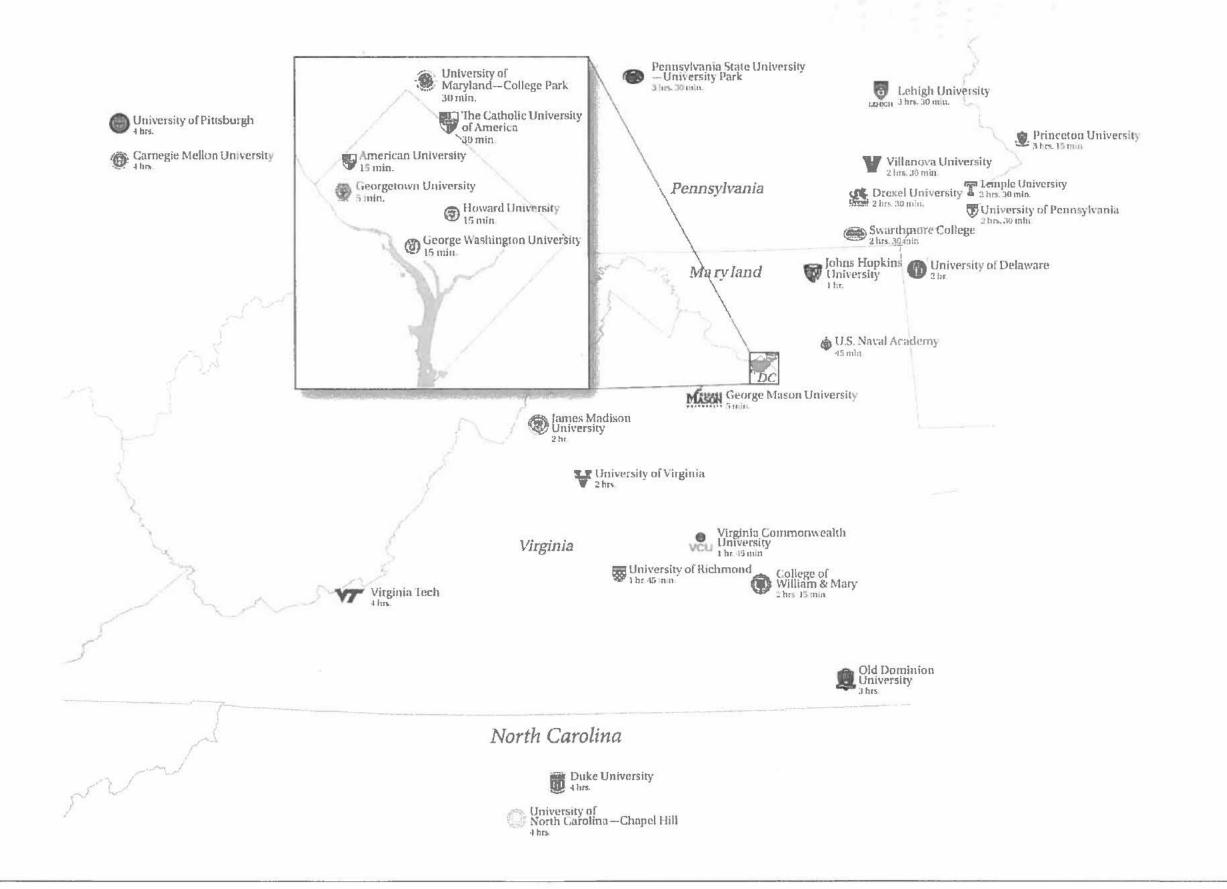


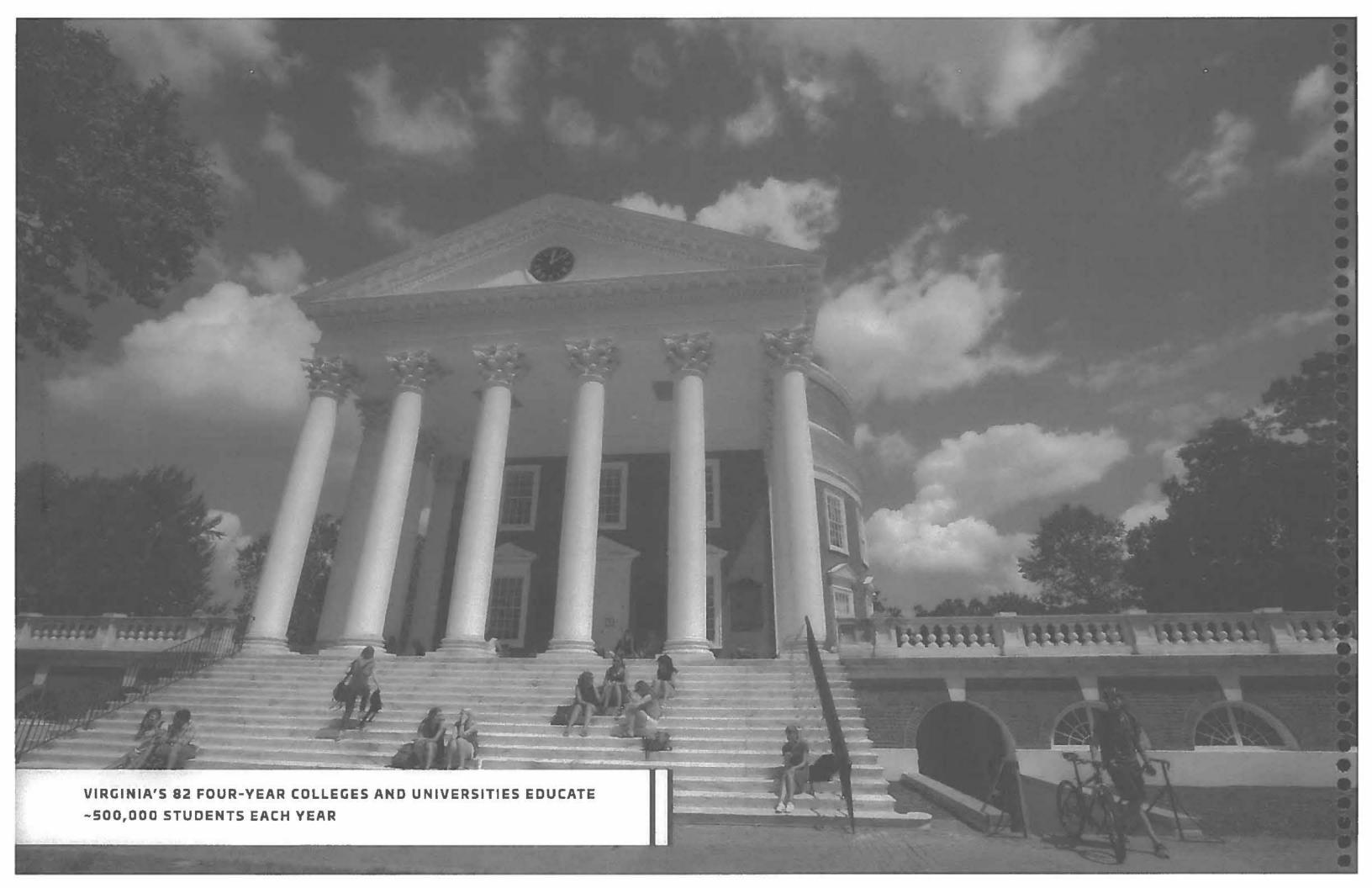
Access to a deep East Coast recruiting network

Locating in NOVA also provides Amazon with a gateway to a broader recruiting network in the Mid-Atlantic region. Within a four-hour drive, the company would have access to top computer science and business talent from Princeton, Johns Hopkins, University of Pennsylvania, Duke, and Carnegie Mellon, among others.

Many of the country's top ranked universities are within a four-hour drive of Northern Virginia, providing Amazon access to top engineering and computer science talent.

Incredible number of top universities within a four-hour drive of Nothern Virginia





Robust educational system and partnerships

The Commonwealth and greater Washington, D.C. area are home to a set of leading public and private universities. With these education assets, we can offer an unrivaled set of innovation partnerships. These include: the University of Virginia, one of the nation's oldest public universities and the country's third-ranked public university; Virginia Tech, one of the nation's premier science and technical universities; George Mason, with its leading public policy school; and Hampton University, one of the country's most prestigious historically black colleges and universities. "UVA's relentless pursuit of a better future begins with the ingenuity and energy of its students. They challenge conventions, learn and lead with passion, and leave here ready to propel innovators such as Amazon to new heights. Our University community is committed to meeting Amazon's workforce and research needs in Virginia."

- Teresa Sullivan, President, University of Virginia



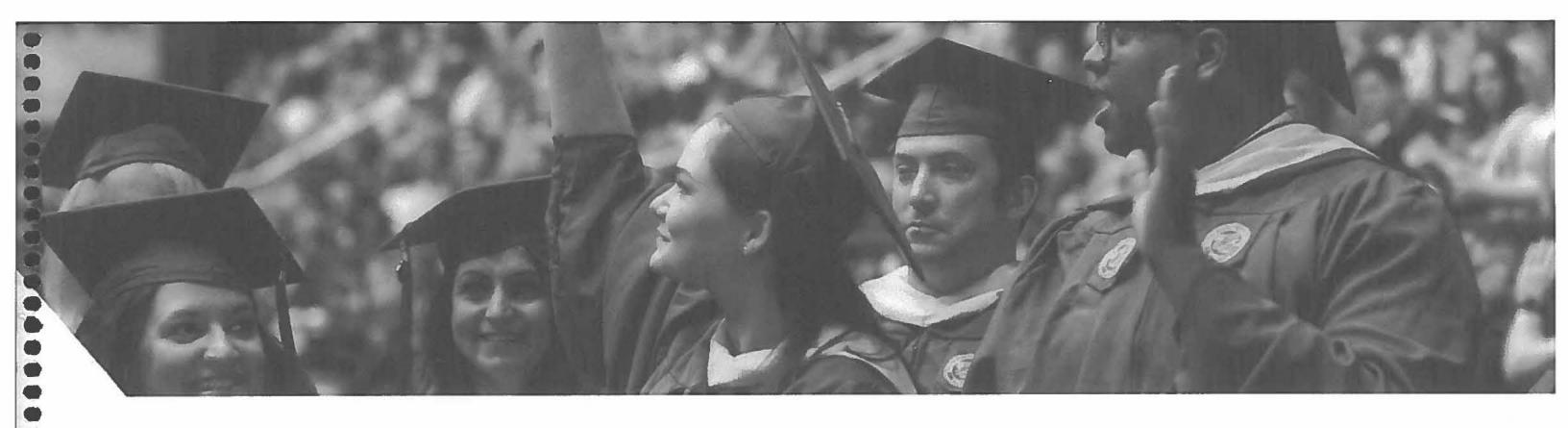






The University of Virginia, the College of William and Mary, and Virginia Tech rank in the top 25 of leading public universities in the United States according to U.S. News & World Report. Virginia consistently ranks near the top nationally in university graduation rates, student return on investment, student-faculty ratios, and in-state student attendance.

Several of the Commonwealth's universities have already made commitments to establish technical and research partnerships with Amazon and to support the company by educating additional students. A partnership between the Commonwealth, our universities, and Amazon would strengthen the research and talent environment to support Amazon's needs in the future.



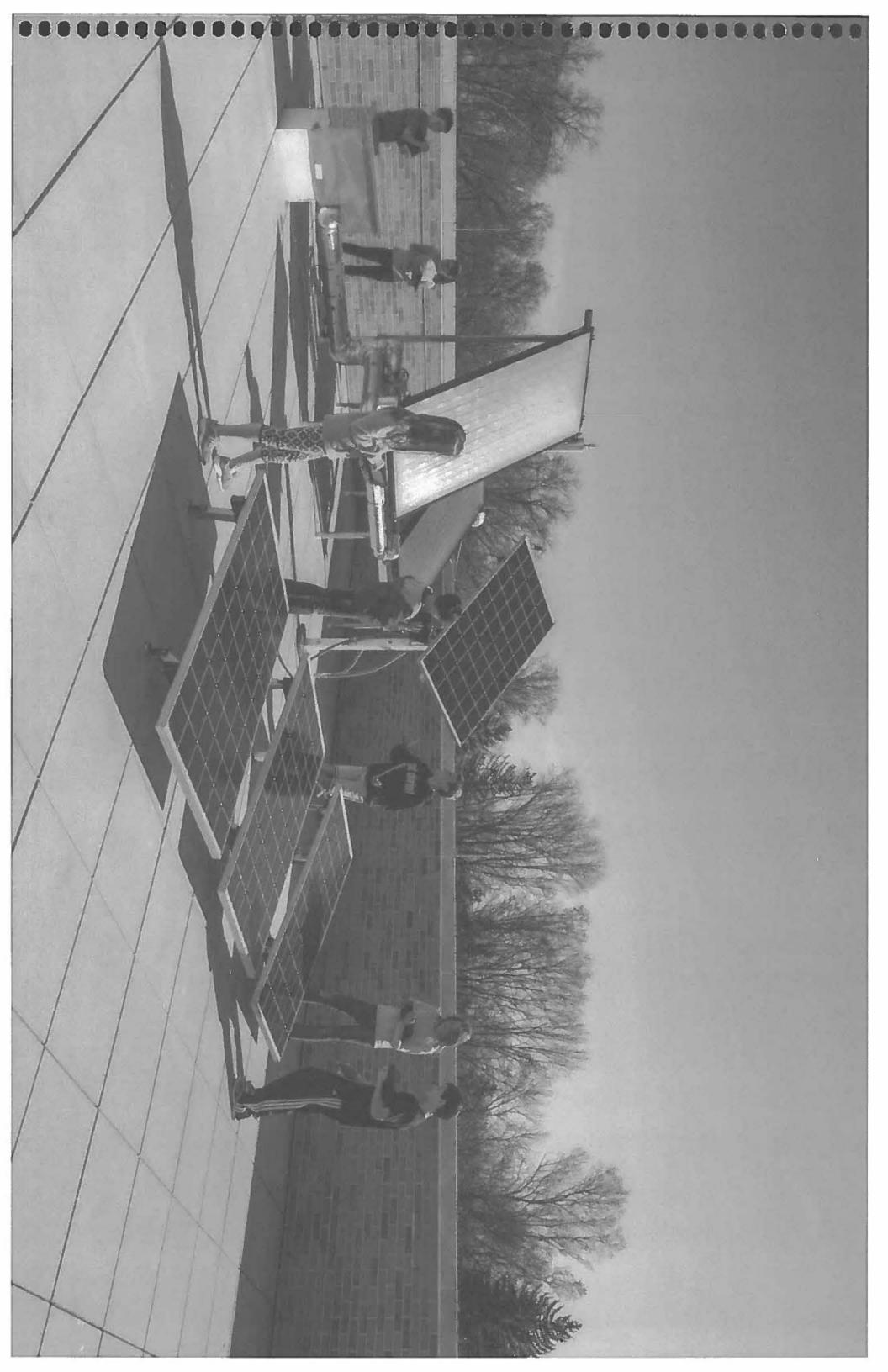
"William & Mary, the second-oldest institution of higher education in America, would welcome warmly to our part of the world the second headquarters of Amazon. Virginia would be an outstanding location. When the creative resources of the Commonwealth's universities are linked with cutting-edge industry, opportunities increase exponentially for all. I hope we will be able to explore in more detail the many ways William & Mary could work together with Amazon here in Virginia."

- W. Taylor Reveley, III, President, College of William and Mary

A talent SuperNOVA

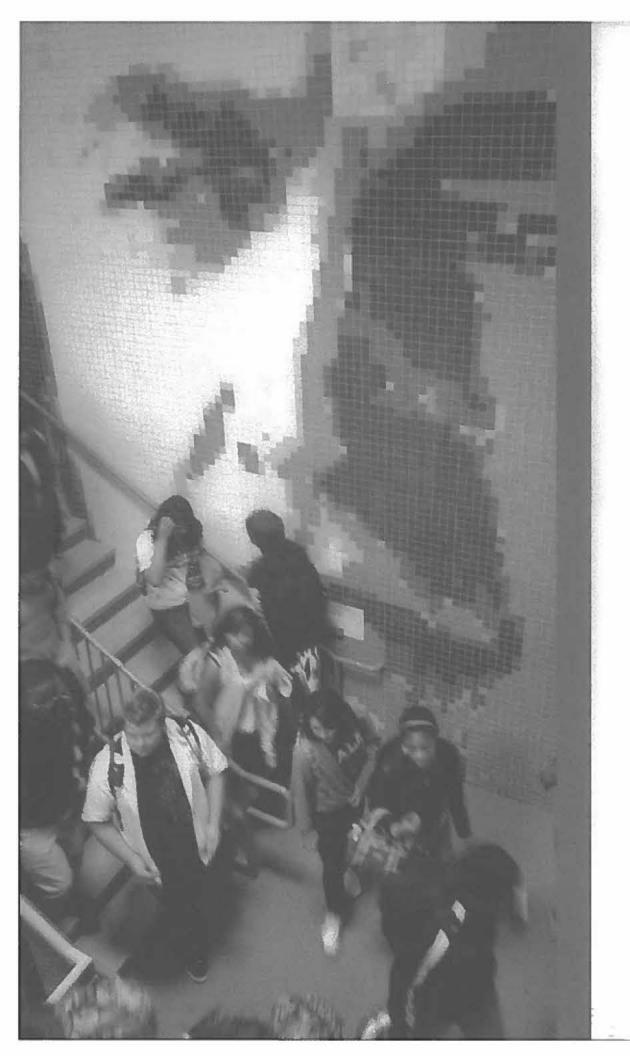
A statewide priority

Virginia starts from a strong K-12 base, ranking fourth nationwide in the percentage of students who have passed an AP STEM exam. But we have gone further in making computer science education in K-12 a statewide priority. In 2016, Governor McAuliffe signed legislation calling on the State Board of Education to include computer science, computational thinking, and computer coding into the K-12 curriculum and standardized testing. The governor also signed legislation requiring computer science course credits to satisfy state high school graduation requirements in science, math, or career and technical education.





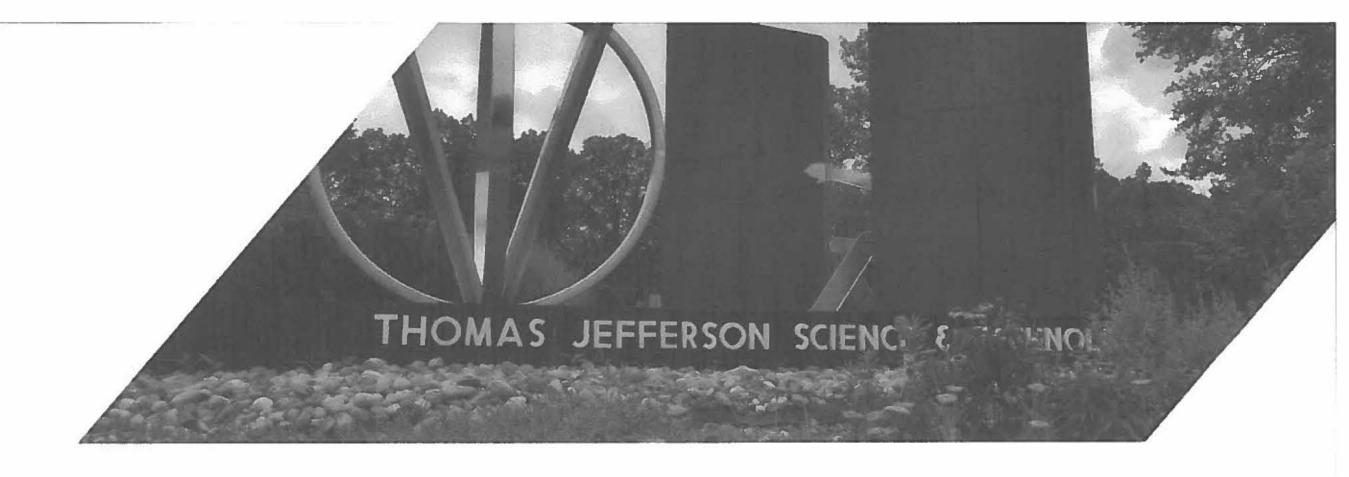
The Academies of Loudoun will bring the latest STEM high school to the region in the fall of 2018. The Academies will be comprised of three different schools: the Academy of Science, the Monroe Advanced Technical Academy, and the Academy of Engineering and Technology. The three schools will work together to prepare students for four-year universities, two-year colleges, and workforce opportunities.



A regional commitment

Right here in NOVA, Fairfax County has established itself as a national leader in STEM education. The county is home to 65 elementary schools with STEM-focused labs, several science, engineering, and technology-focused camps during the summer, and an ambassadorship program that sends students from Thomas Jefferson High School for Science and Technology to elementary and middle schools to mentor students who are interested in STEM.

In Arlington, the public school system boasts computer science programs at all middle and high schools and also provides access to IT and cybersecurity classes through a partnership with Northern Virginia Community College.



Our K-12 STEM programs also benefit from the regional concentration of professionals working in these fields in NOVA. For example, Alexandria's public schools have formed partnerships with neighbors like the American Association for the Advancement of Science, the Institute for Defense Analyses, and the National Science Foundation, to provide students and teachers mentors in science and technology. In Arlington, partnerships with NASA, the FBI, and several local businesses facilitate mentorship and internship opportunities.

TALENT

Don't stop thinkin' about tomorrow

100,000,00,000000

Not resting on our laurels

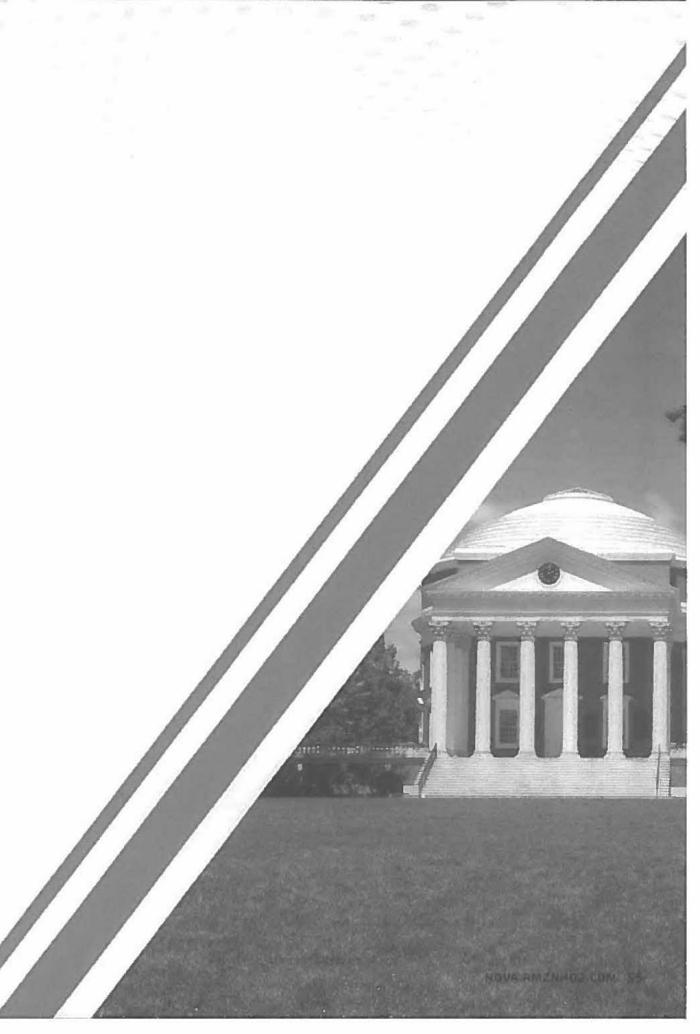
The Commonwealth and its universities have invested in ensuring NOVA remains a pre-eminent talent location. We are committed to strengthening our human capital assets with targeted initiatives to build the right pipeline of talent for Amazon and for the region's economy.

Our history of pushing the frontier remains in place

NOVA and the Virginia university system have been steadfastly committed to standing at the frontier of innovation, both by investing directly in the technologies and workforce of the future, and by partnering with the companies accelerating that progress to test ideas in the field.

Notable examples include:

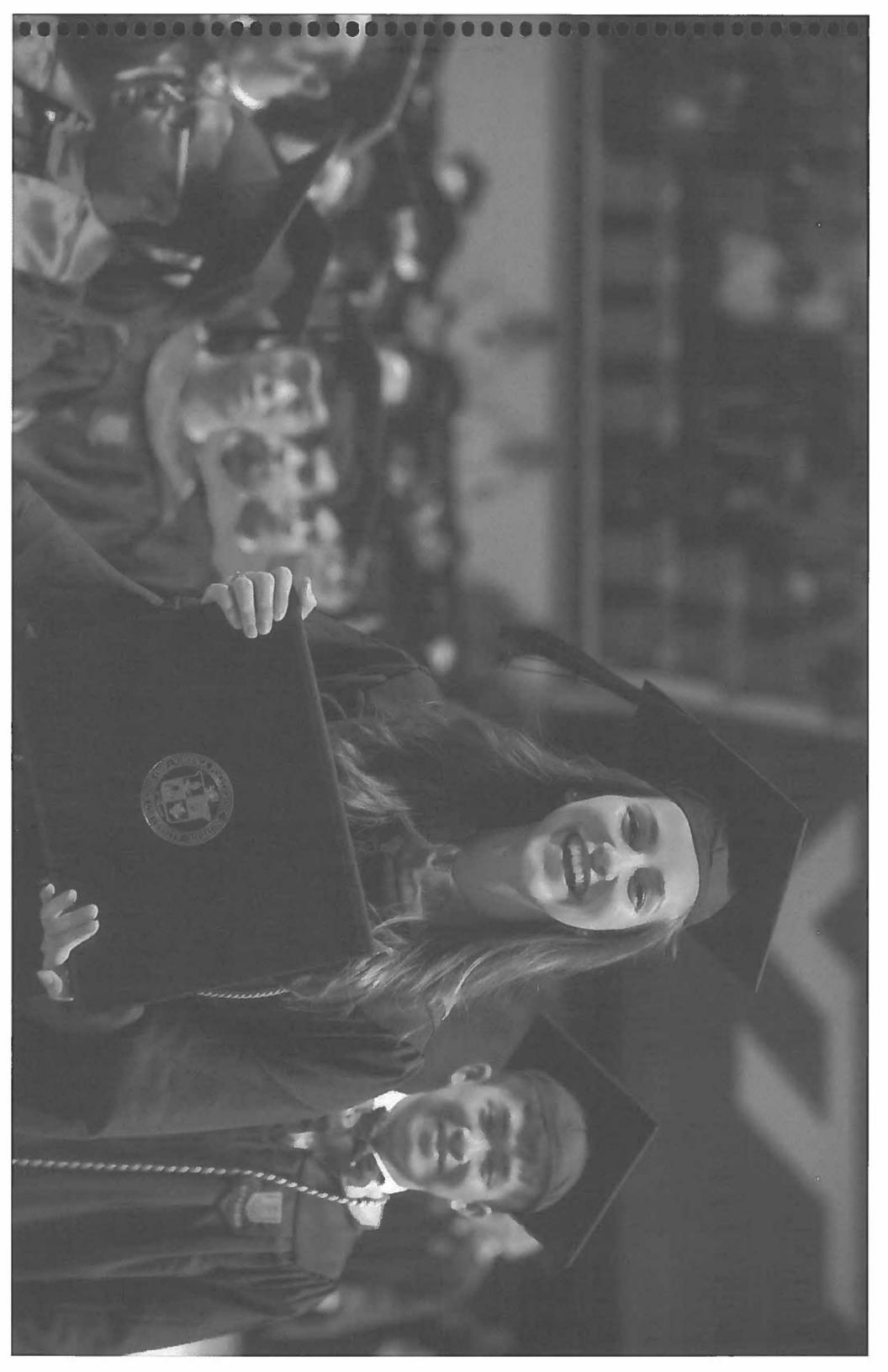
- In 2016, the University of Virginia established its "Link Lab," a world-class center
 of research excellence in cyber-physical systems, such as smart buildings, wireless
 health, and intelligent transportation.
- In 2015, George Mason University began re-positioning its Manassas campus to become a computing-intensive STEM campus focused on close collaboration with regional industry leaders on research, and employment preparedness.

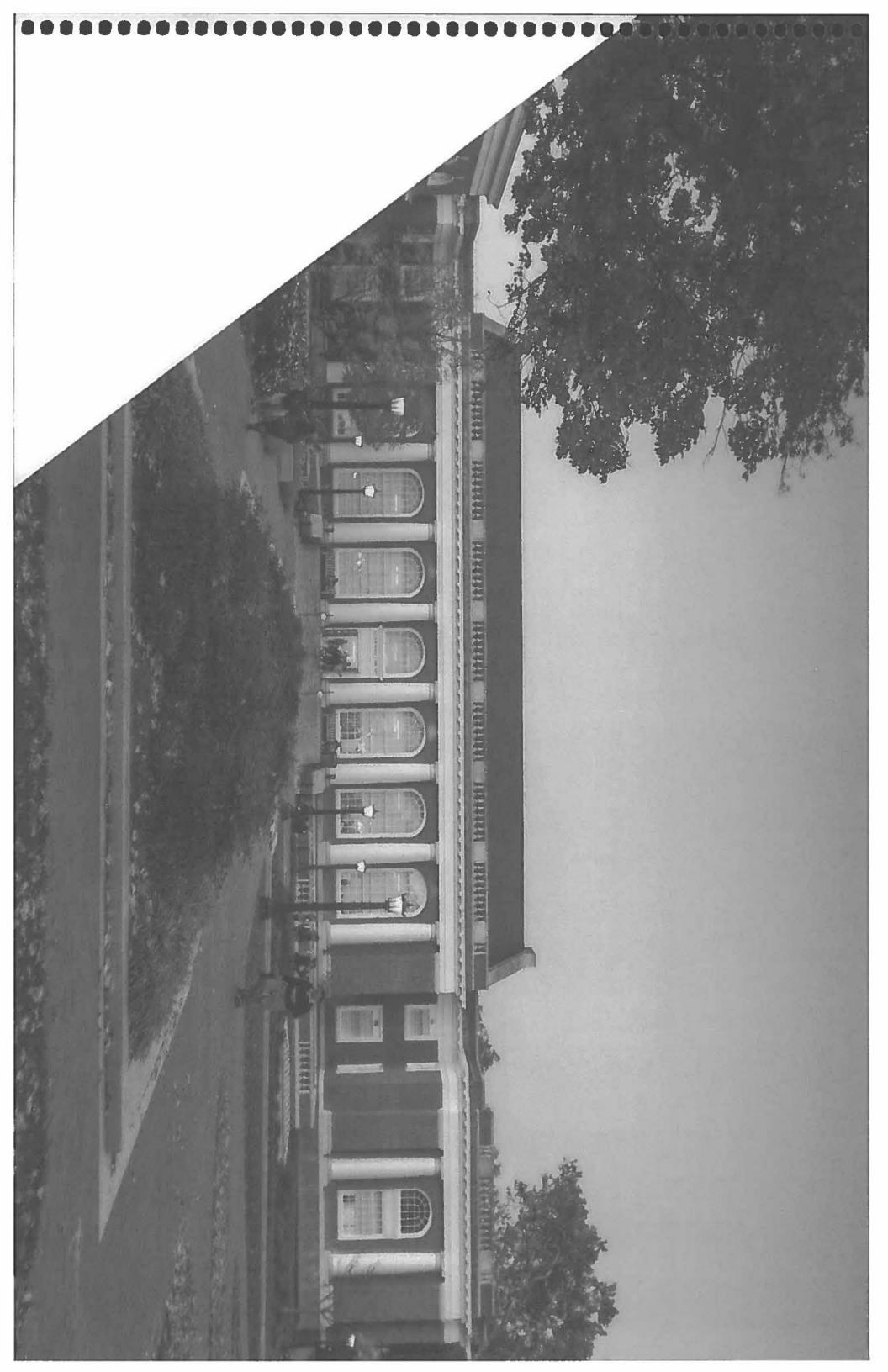




Virginia Tech has a proven track record in building a research and training agenda aligned with the needs of industry

- Virginia Tech is already making significant investments in research areas that align with Amazon's core business, including transportation, automation, big data, machine learning, artificial intelligence, and business intelligence.
- The Virginia Tech Transportation Institute is the country's leading university
 research center on autonomous vehicles with ~\$36M in sponsored research
 and 270 active projects. It already has working relationships with multiple
 autonomous vehicle companies in Silicon Valley and around the world.
- The university has made a broad commitment to industry partnerships in launching Link, the Center for Advancing Industry Partnerships, an institute that will serve as a template for future industry partnerships and other state universities going forward.
- Virginia Tech has already made significant investments in NOVA, with existing
 plans to double its enrollment at its National Capital Region locations, quadruple
 research funding in the area, and support the creation of closer industry
 partnerships to co-locate research and incubator spaces.

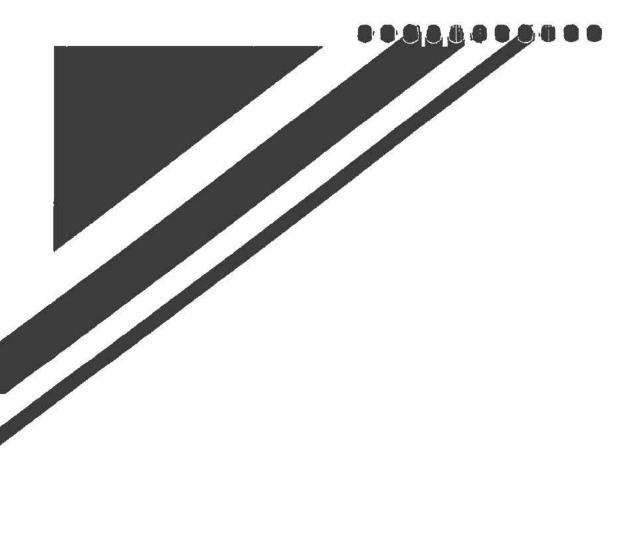




Livability

A global region on a human scale

NOVA is one of the country's most diverse and international regions, providing residents vibrant cosmopolitan communities to call home. In NOVA, you can have it all: we offer ready access to wide-ranging cultural and recreational amenities, desirable housing options, and several best-in-class K-12 school districts. Our unique blend creates an ideal environment for Amazon employees of all types, from recent grads eager to live in a diverse urban environment to families looking for comfortable housing solutions in the nearby suburbs. Recreational opportunities are plentiful for those of all interests – museums, concerts, sports teams, and the great outdoors are all closely available as part of our mild four-seasons climate.

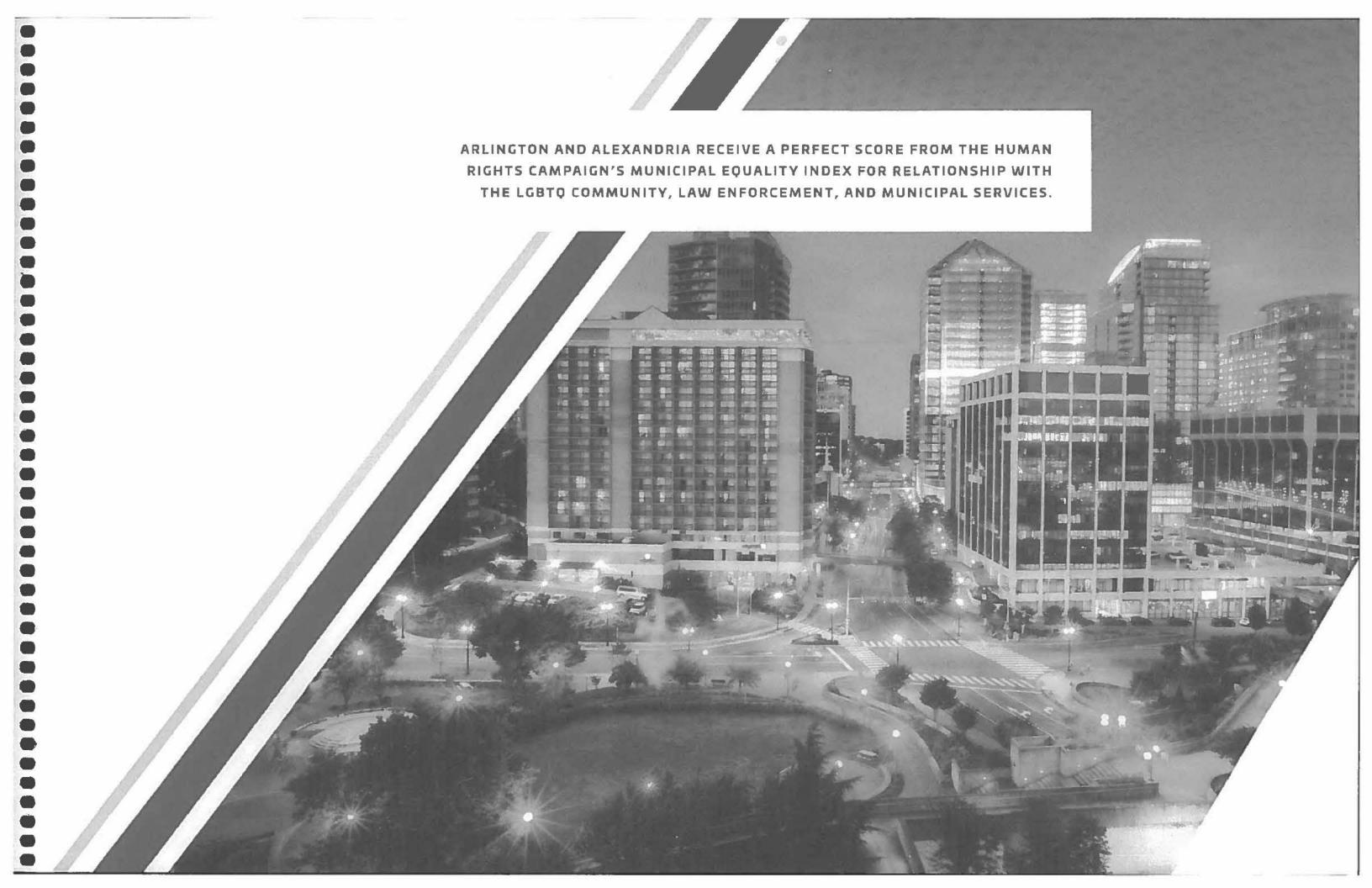


modern family

A diverse and welcoming community

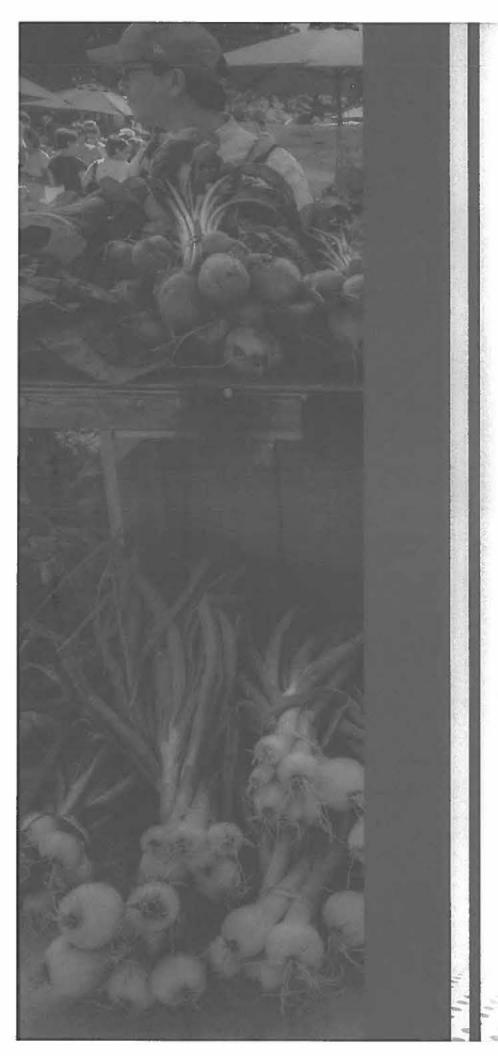
NOVA celebrates its status as one of the country's most diverse communities in terms of ethnicity, race, and country of origin. The region is also extremely inclusive – our cities are routinely ranked as some of the most LGBTQ-friendly communities in the country.

We are also a deeply international community, with individuals from all around the country and the world coming to live here. More than 30% of Fairfax County residents were born outside the U.S. In Alexandria's public school system, students come from more than 125 countries and speak 87 languages, and in Arlington's, they come from 114 countries and speak 99 languages. In the past decade, Loudoun County's foreign-born population quadrupled in number and went from 11.3% to 25.2% of the overall population. For NOVA, international diversity is at the core of what makes us a special global community.



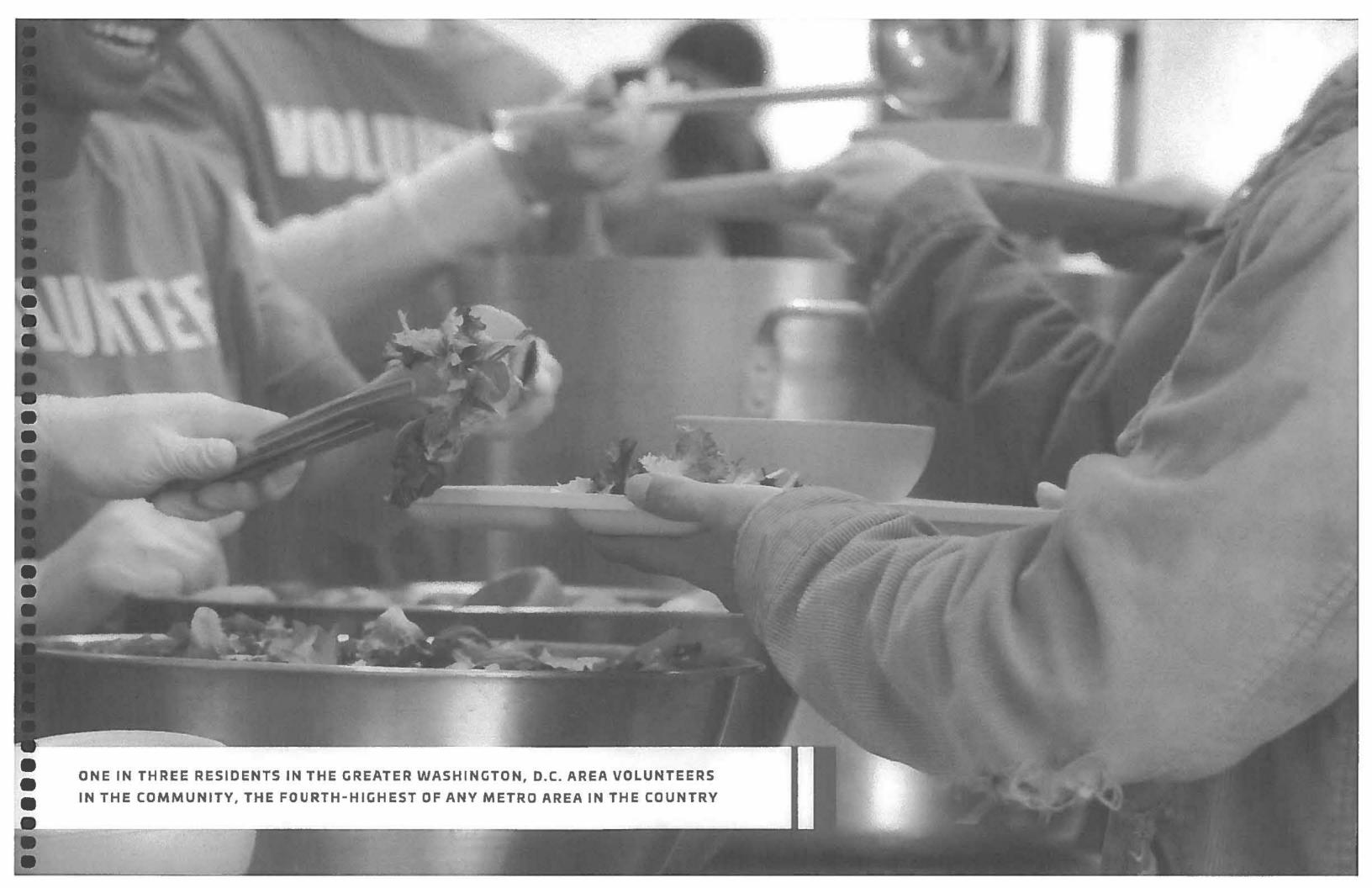


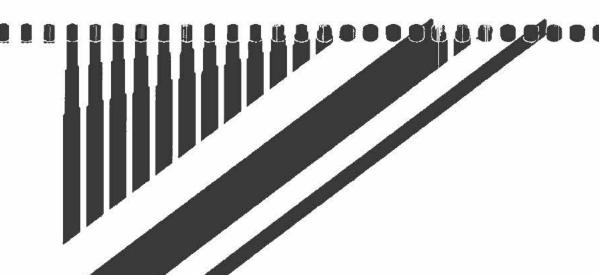




Mission—and innovation driven culture

NOVA and Washington, D.C. are also home to the headquarters of a vast number of trade and professional associations, national nonprofits, and think tanks, helping to enhance career development and provide networking opportunities for the community's residents. This blend of strong academic institutions, leading technology companies, and forward-looking public thinkers provides a unique ecosystem that fosters creativity, debate, and innovation. Finally, the greater Washington, D.C. region is also infused with a strong, mission-driven culture — a large percentage of the population works in nonprofit and government sectors, and civic engagement is a hallmark of our communities.

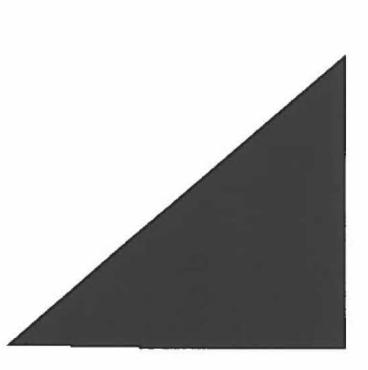




Heck, we were George Washington

Top-ranked livability

The greater Washington, D.C. area is consistently ranked as one of the country's "most livable" communities for people of all ages.



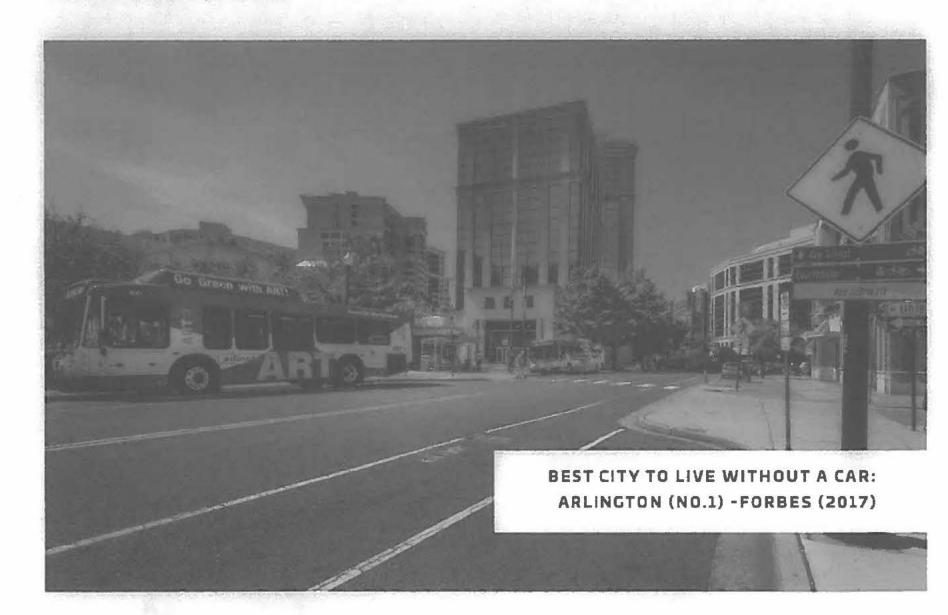


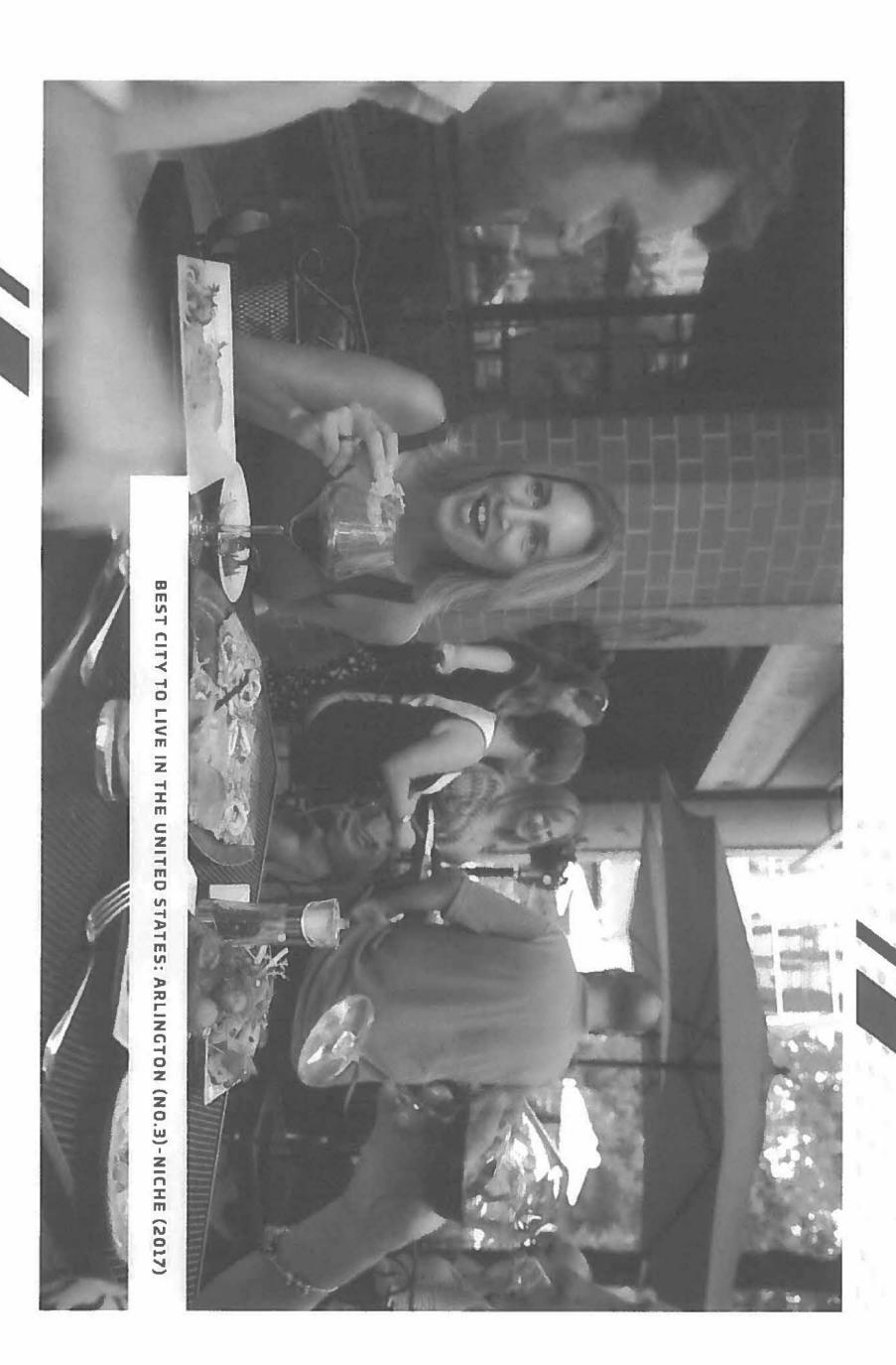




"Our family has so many different activities that we can participate in – from the recreational centers, to the parks, to the town centers that we have all throughout the county. Our family feels safe here. We feel that we can grow here. We can engage with other families. We absolutely love it here."

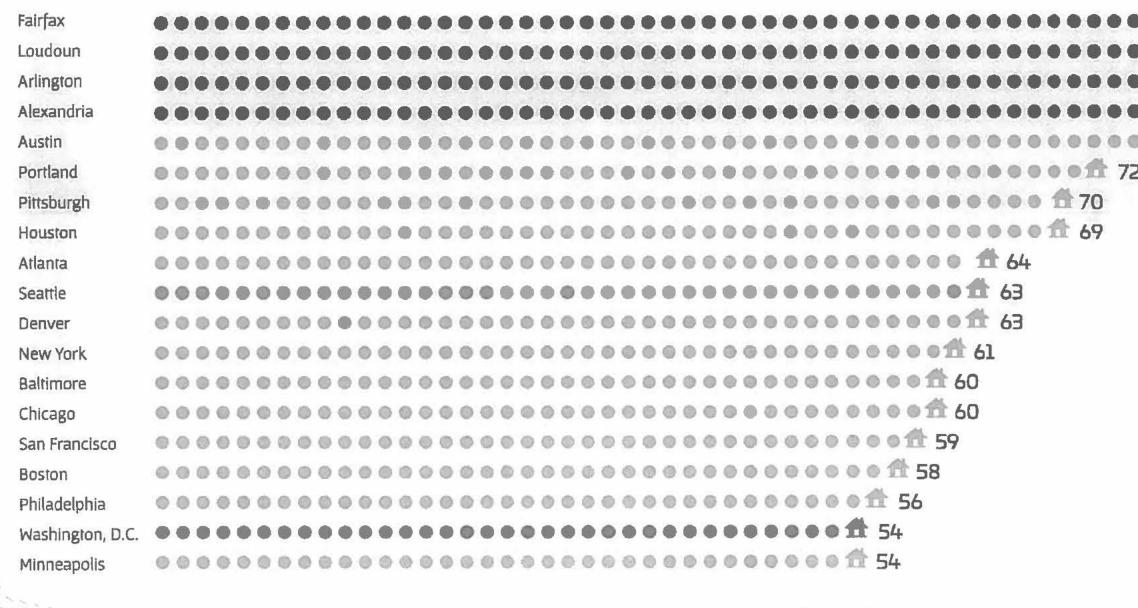
-Alicia Williams, Lorton





Northern Virginia is considered one of the most livable regions amongst all major metropolitian areas.

Livability of cities and neighborhoods Composite livability index

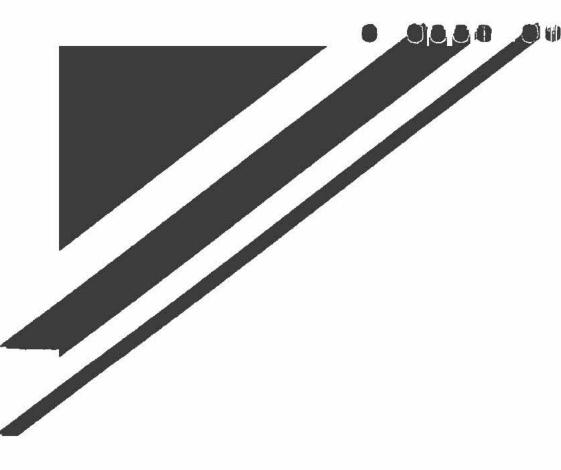


Livability is a function of characteristics in seven different categories including nearby amenities, cost of living, crime rates, education, employment, housing and weather.

Source: AreaVibes Livability Score



2 11 11 11 0 241



We have apartments, row houses, and former textile museums

The greater Washington, D.C. area offers a diversity of housing options and prices, providing flexibility to employees at different life stages and with a range of budgets.





Peta: Cat and dog **Batary:** \$106k Whiskey bars Online Dating



Rohan Software Development Engineer I

Rohan chose to live in the Foggy Bottom neighborhood of D.C. He looked for a hip neighborhood with energy, restaurants, and good commute times to work He also considered: Dupont Circle and Georgetown.



Femily: Married. Robert, 2 children Selery: \$175k Peloton Cycling Non-Profit Board



Jackie chose to live in McLean, She was looking for a home with a top school district and a community of cultural leaders. She also considered: Tysons and Great Falls.



Age: 44 Family: Married, Jeff, 3 kids **Salary:** \$161k Interests: Culinary arts **VA** wineries

Omar

Senior Technical Project Manager

Omar chose to live in Reston Town Center. He was looking for a home with great schools, some space for the kids and a comfortable feel. He also considered: Fairfax, and Bethesda, MD.



Family: Single 1 child Salary: \$65k US Navy Veteren Local music



Kay chose to live in Leesburg. She was searching for the best value possible with top schools. She also considered: Chantilly and Centreville.



Family: Married, Pete Balary: \$122k Video Games Hiking

Melissa Software Development Engineer II

Melissa chose to live in the Old Town neighborhood of Alexandria. She was looking for an upscale, comfortable and connected home. She also considered: Georgetown and Foggy Bottom.

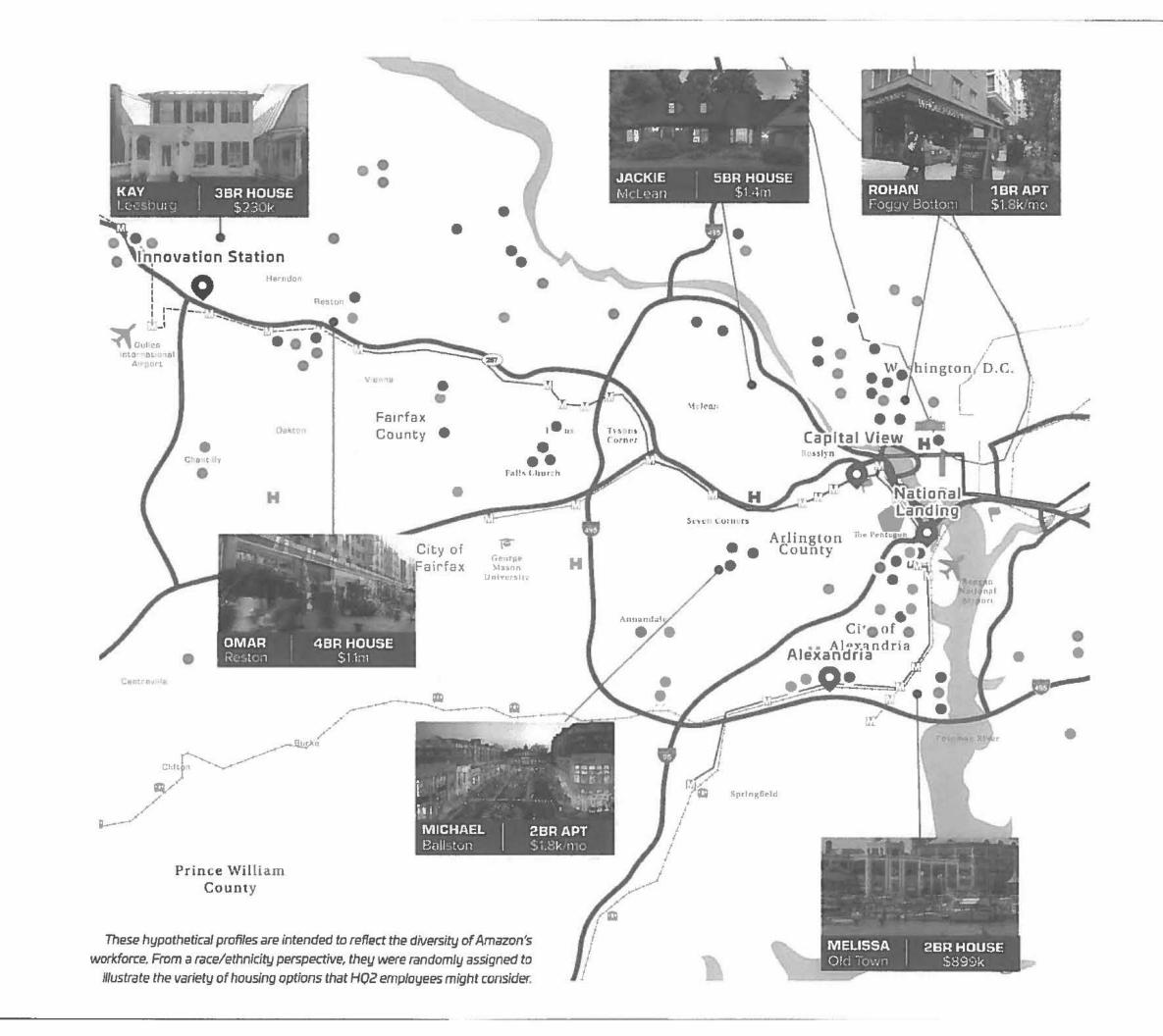


Age: 28 Femily: Girlfriend, Annie Pets: Dog Selary: \$80k Creft Been Georgia Football

Michael Financial Analyst

Michael chose to live in the Ballston

neighborhood of Arlington. He was looking for a home that helped him escape and relax without blowing the budget. He also considered: Foggy Bottom and Reston Town Center.



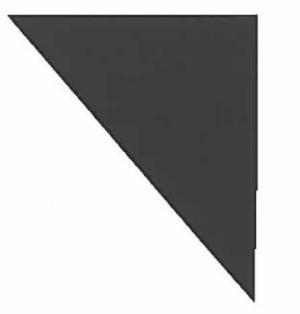
tomorrow tomorrow



Movin' on up

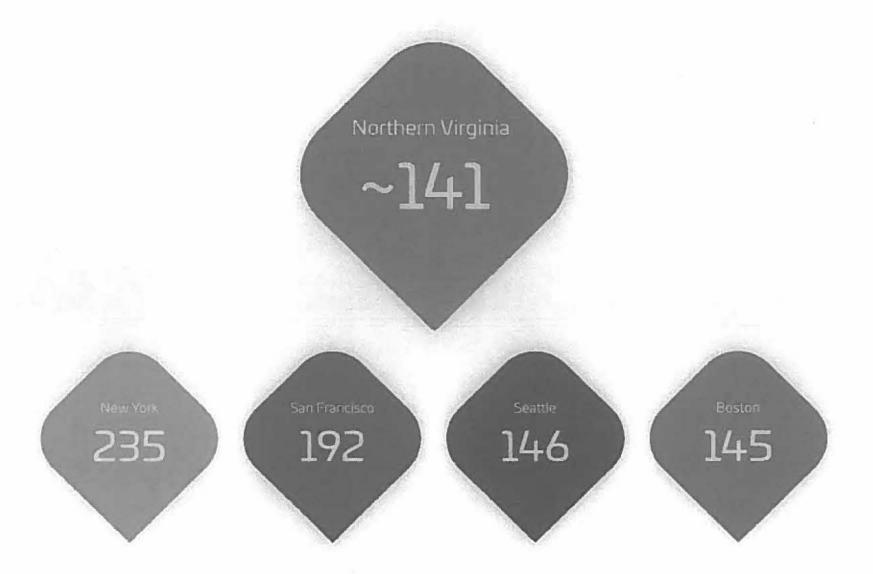
Great value for a large metropolitan area

Though costs of living and housing are higher in NOVA than national averages, the region is more affordable than many other East and West Coast urban centers.



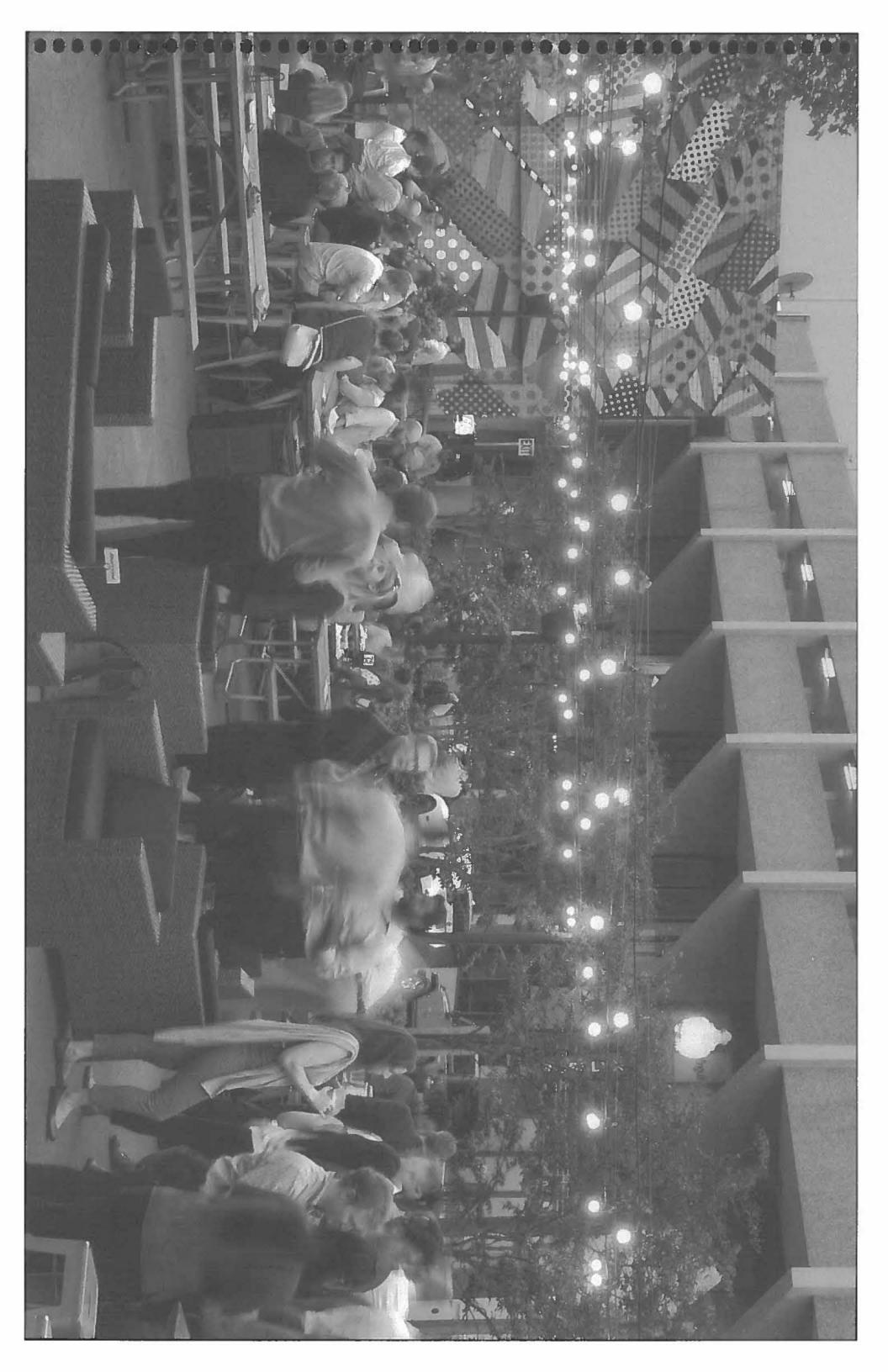


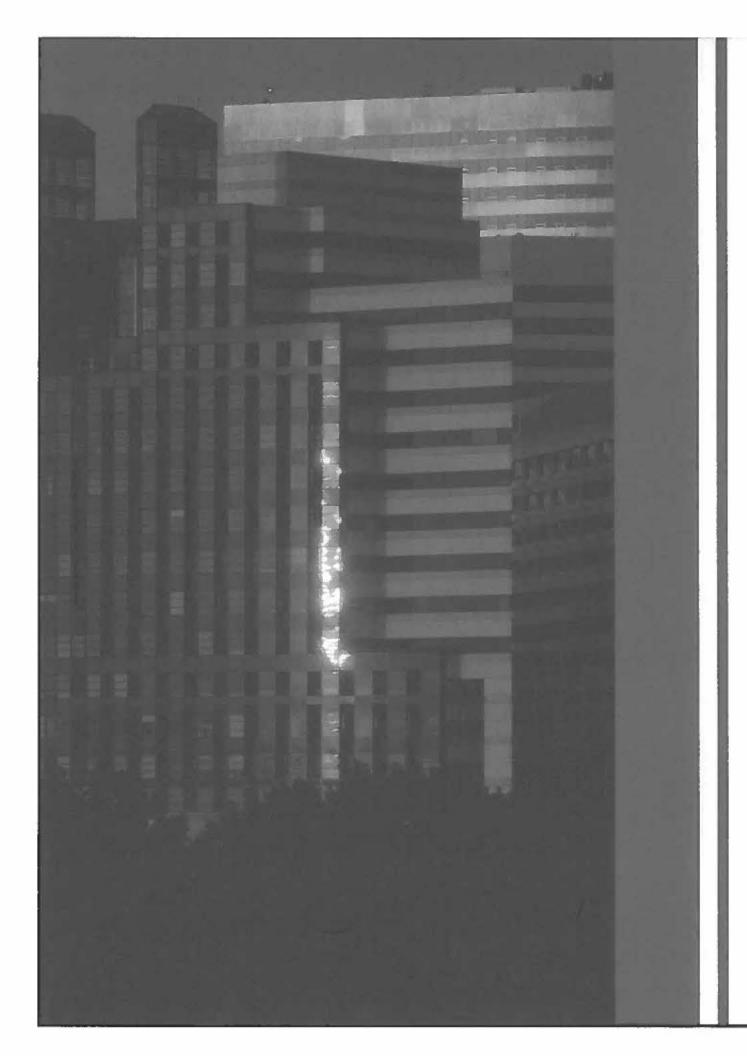
Cost of Living Index



Using the national cost of living composite, the indexed cost of living in Northern Virginia is ~141. This is lower than many other competitor regions on both the East and West Coast, including New York (235), San Francisco (192.3), Seattle (146.9), and Boston (145).



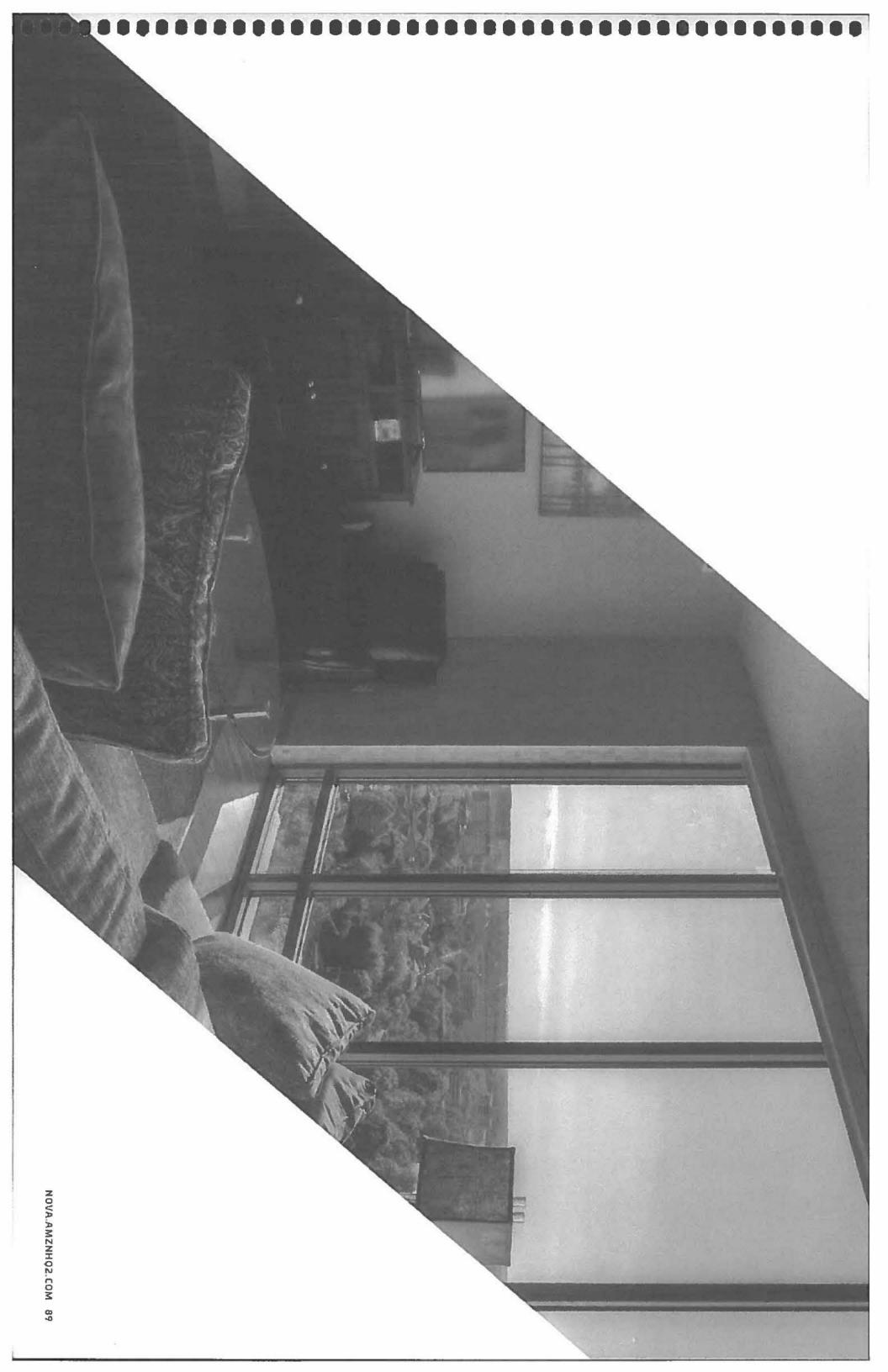




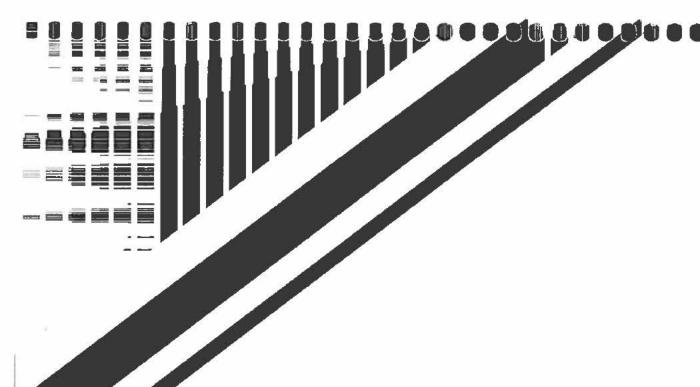
Boosting density and affordability

Jurisdictions across the region have demonstrated a consistent commitment to increasing the supply of workforce housing. Notable examples of regional strategies include:

- In Loudoun, the County's Affordable Dwelling Unit (ADU)
 program helps income-eligible citizens rent or buy apartments
 at below-market rates.
- In 2010, Fairfax County adopted the comprehensive "Tysons Plan," which included a series of upzoning initiatives designed to increase housing density and incentivize development of residential units, ultimately resulting in more than 2,000 affordable housing units.
- In Arlington County, cash contributions to the Affordable Housing Investment Fund have tripled the number of unit-years of affordable housing between 2005 and 2014.
- Alexandria regularly supports regional nonprofit housing partners by providing predevelopment and permanent loans to kick-start affordable housing projects.



Aplace to family



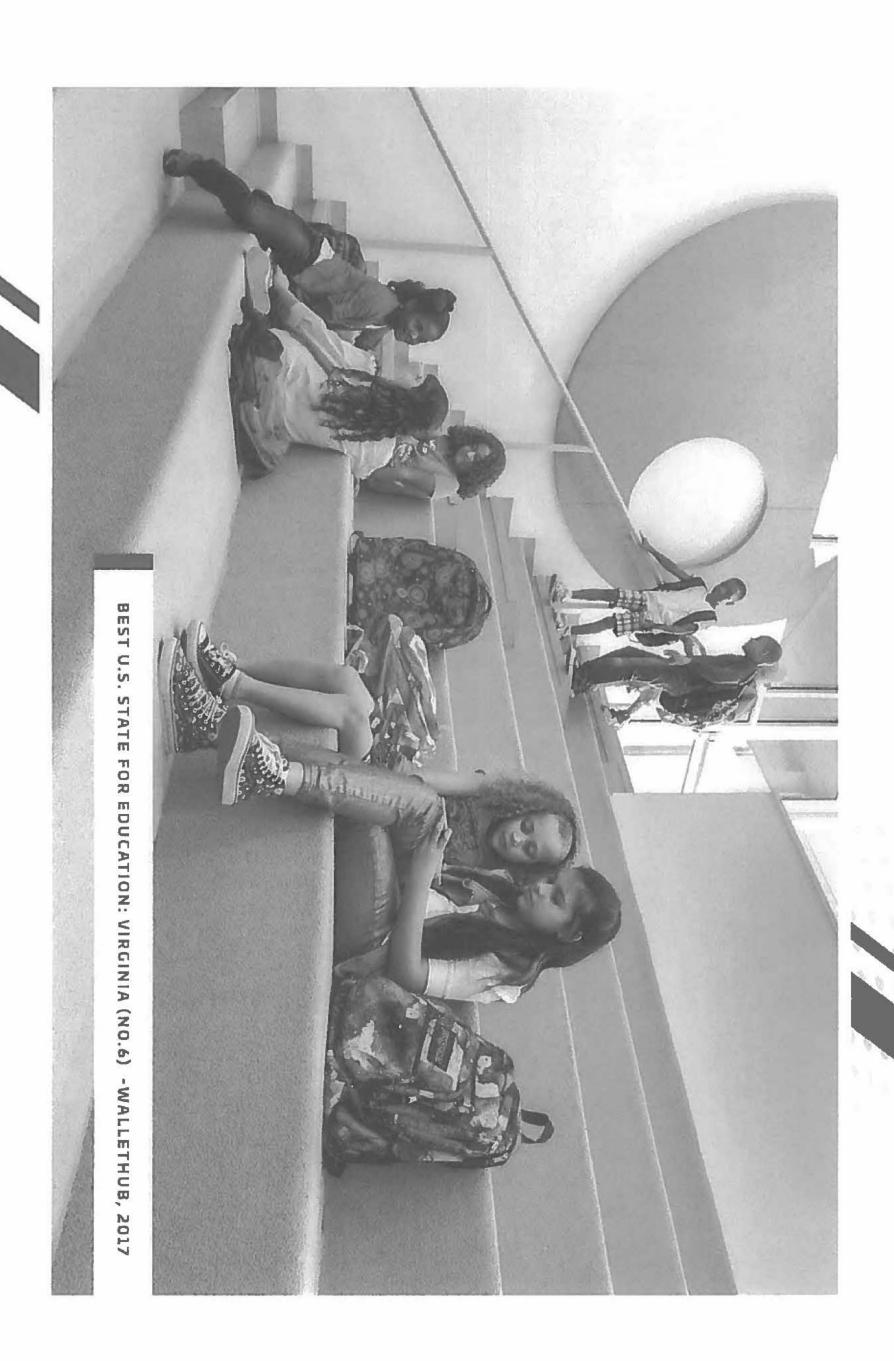
Our kids are all right



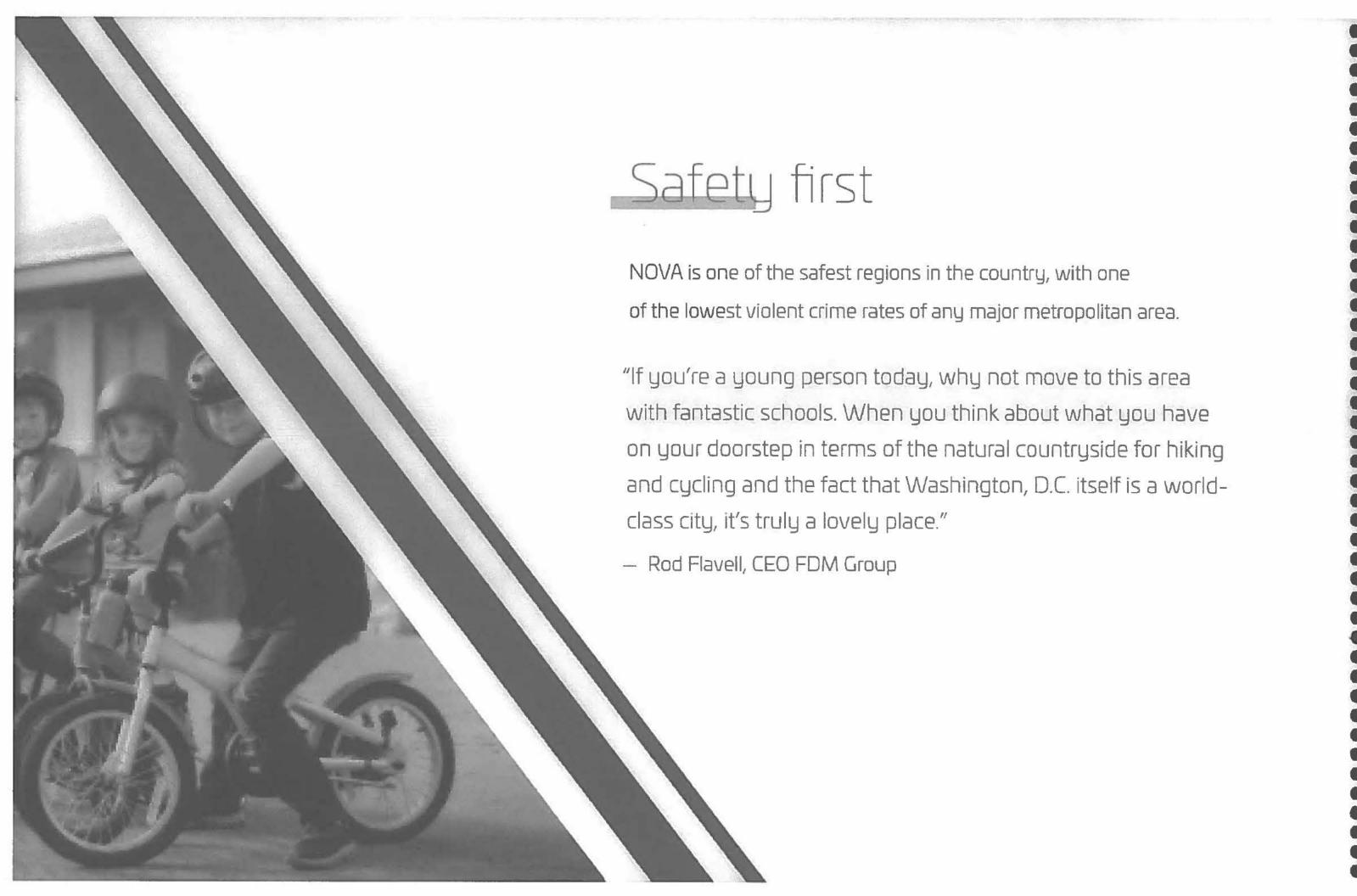
A national leader in K-12 education

Virginia – and NOVA in particular – boasts some of the best public education systems in the country. Though the region is also home to many high-quality private schools, access to top-rated public schools provides a major affordability advantage for Amazon employees choosing to live in NOVA.

Virginia consistently ranks high across a number of K-12 state rankings, and NOVA's counties are Virginia's best.



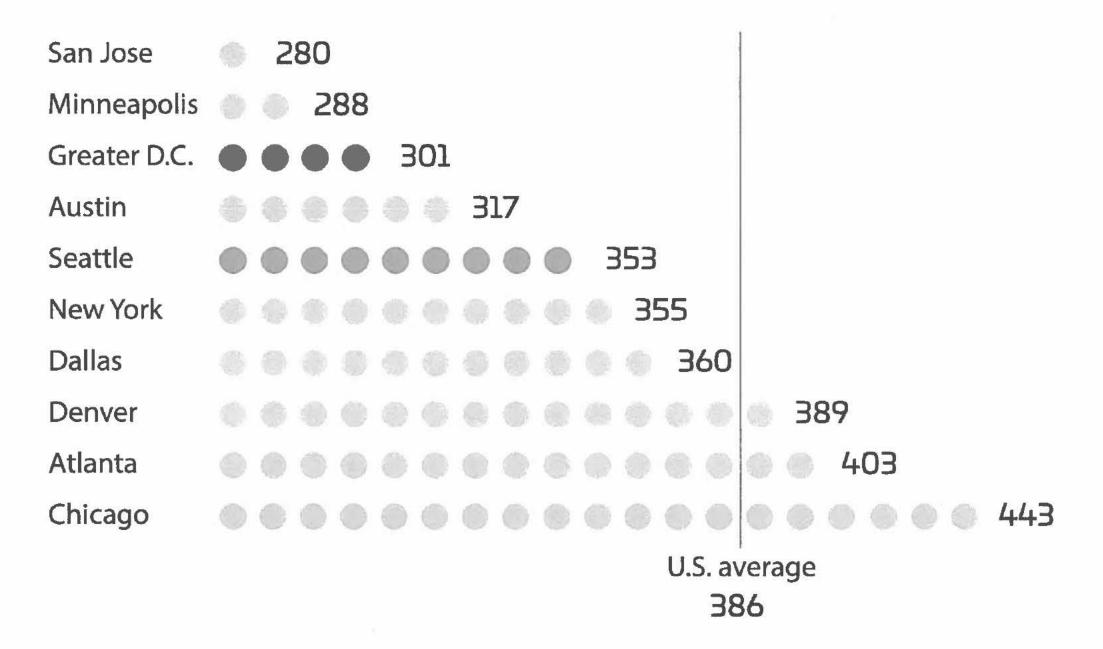




The greater D.C. area is one of the safest metro areas across the U.S.

Violent Crime Rates

Rate per 100,000 residents, 2016



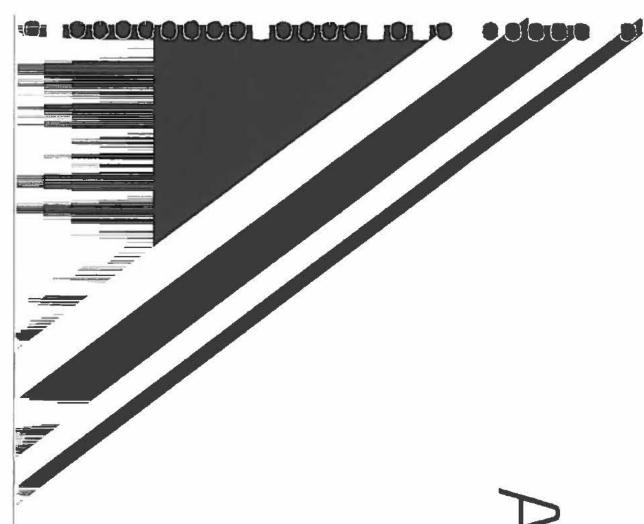
Source: FBI Uniform Crime Reporting, 2016





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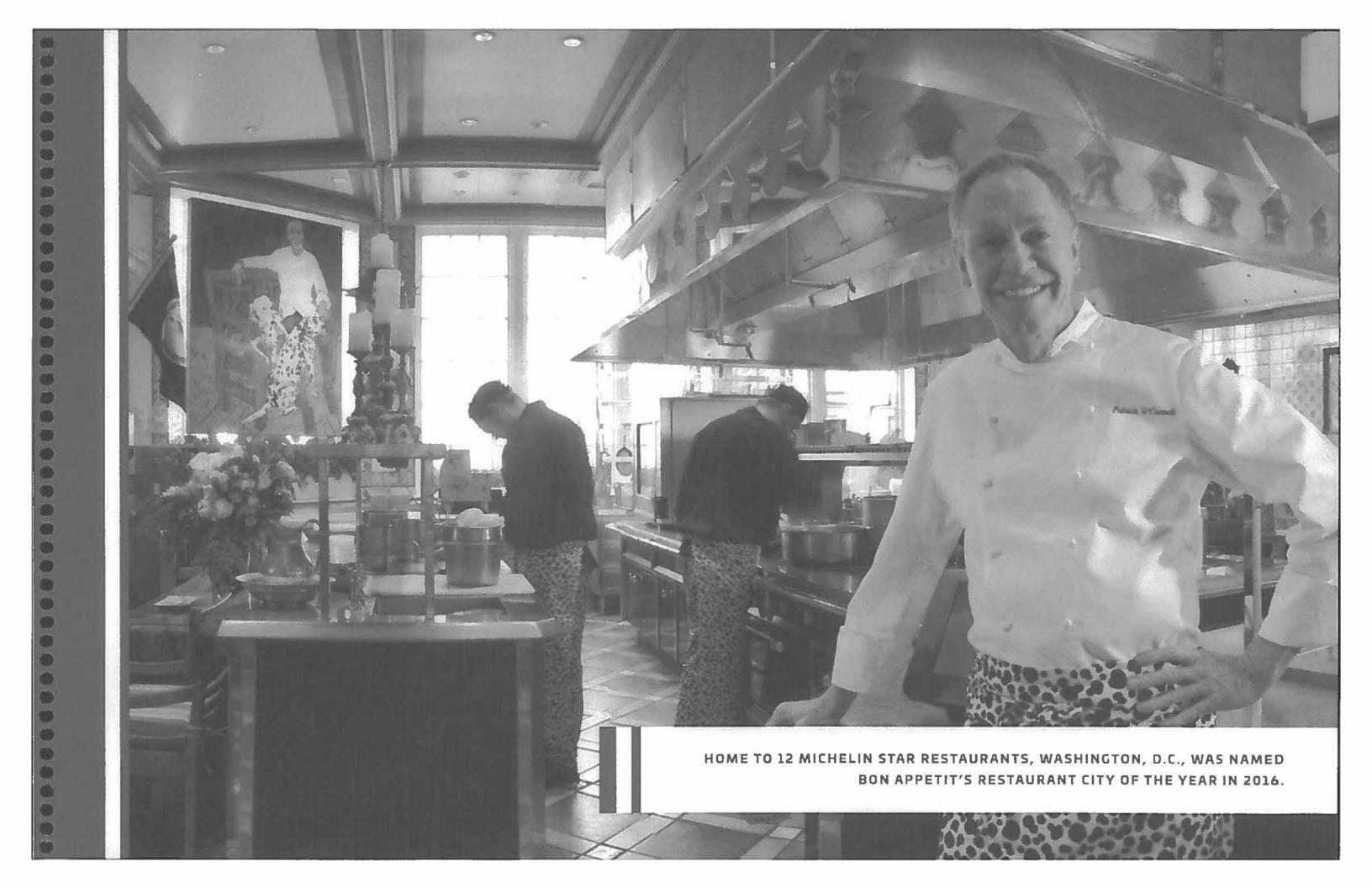


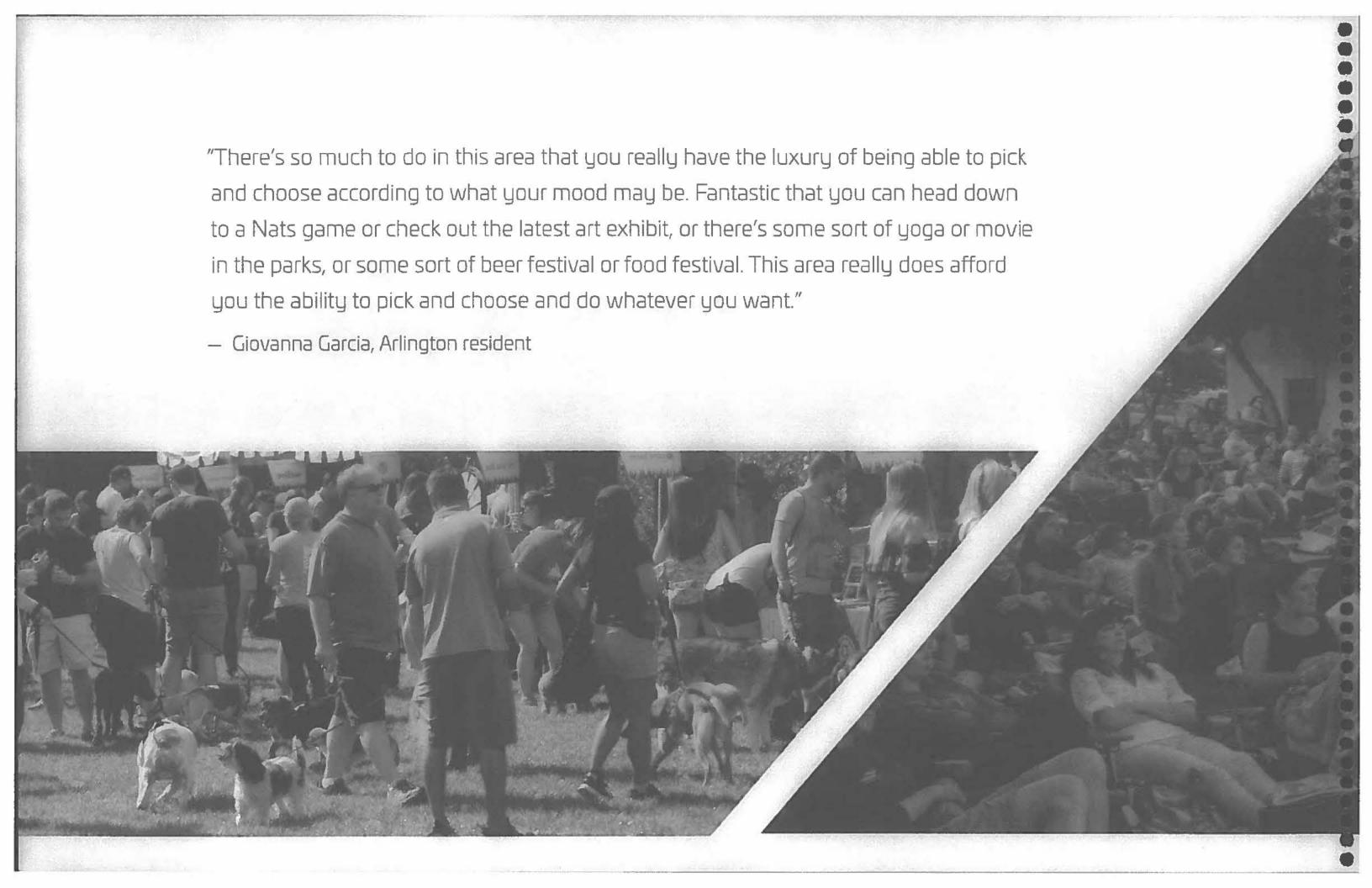
All in your backyard

The country's national playground

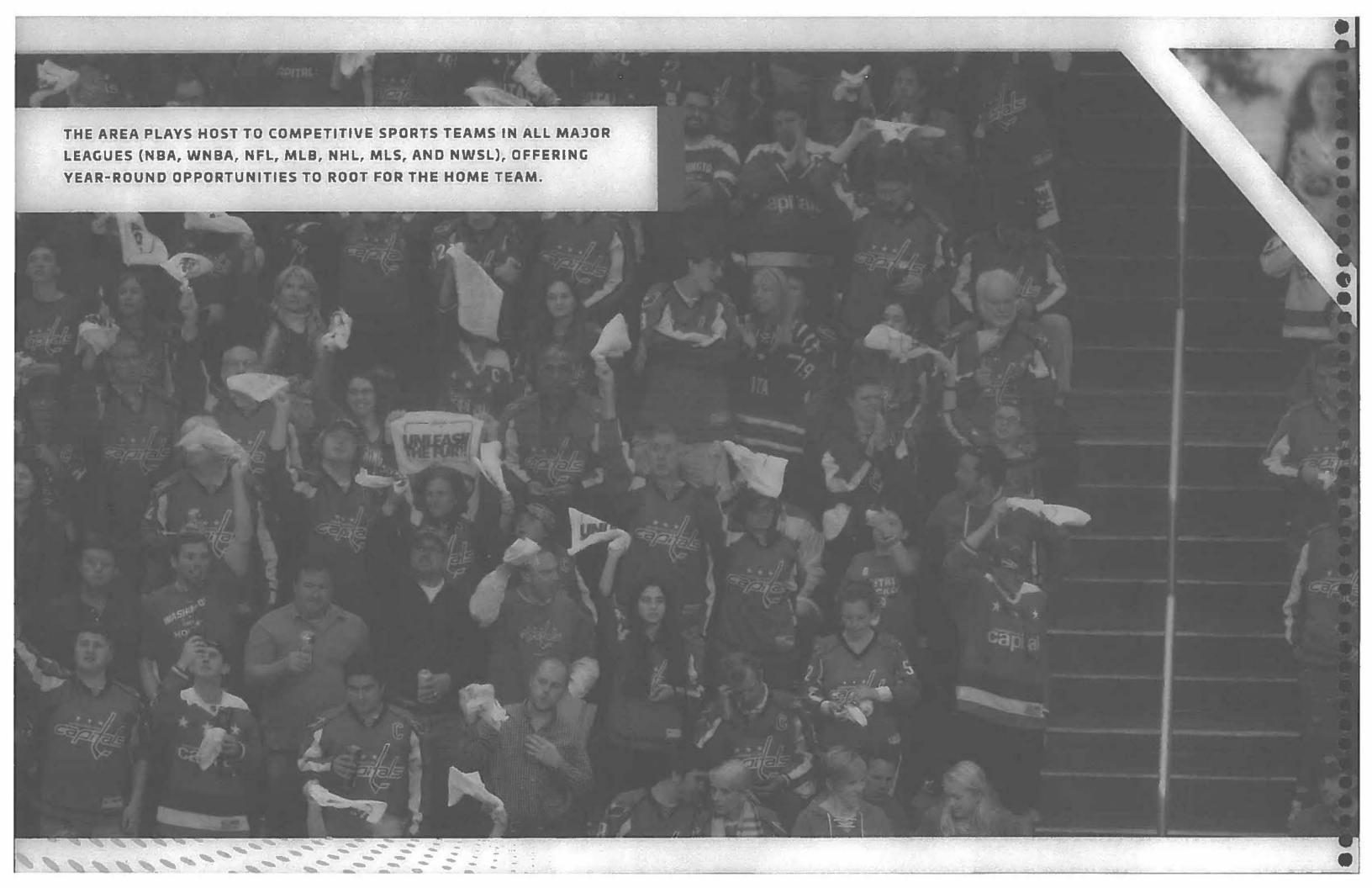
NOVA and the broader Washington, D.C. metro area provide recreational opportunities across a range of interests and lifestyles. We have sports teams in all major leagues, and outdoor enthusiasts can enjoy year-round outdoor climate and access to a diverse geographic landscape, from the ocean to the mountains. The area also offers a rich environment of cultural, social, and culinary activities for Amazon's employees, from the Smithsonian museums, to a range of arts and cultural festivals, and a vibrant food and wine scene.





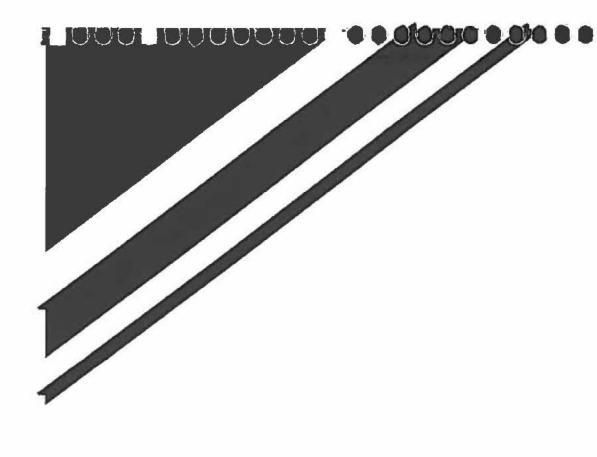






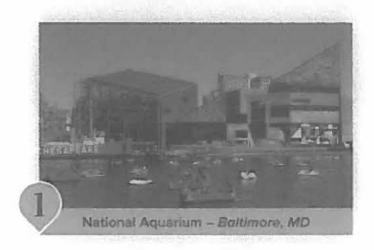


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get time off...

In NOVA, you are never far from the action, with access to the country's most interesting cultural and historical sites, sports teams in all major leagues, a dynamic food and wine scene, and an active nightlife and café culture. We are home to a broad range of outdoor activities, from kayaking on the Potomac to hiking in the nearby Shenandoah National Park, all as part of our mild four-season climate. Though you probably won't want to leave, getting away for a quick trip to New York, or the beaches along the Mid-Atlantic could not be easier.





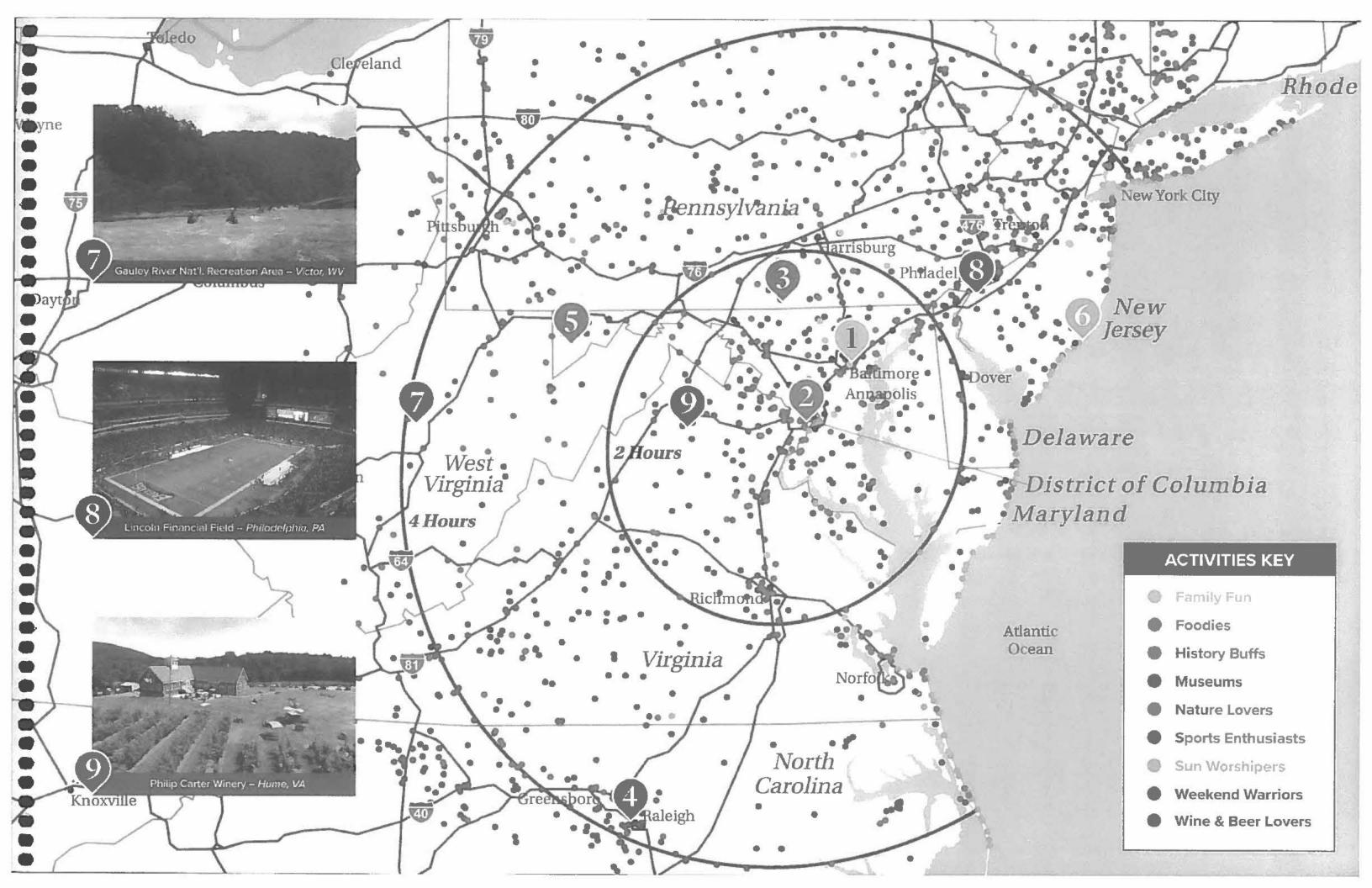


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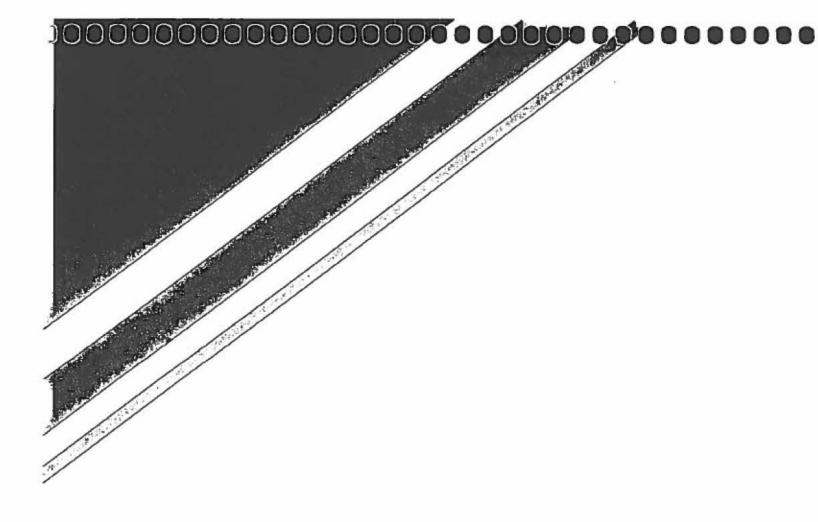
Connectivity

Seamless movement for people and ideas

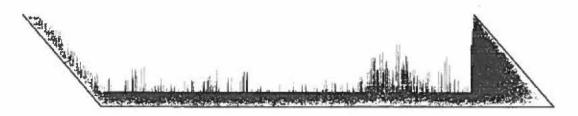
NOVA is a national leader in digital and physical connectivity. Locate here, and Amazon will have access to the world in an innovative region committed to exploring every possible way to efficiently move people and ideas from Point A to Point Z.

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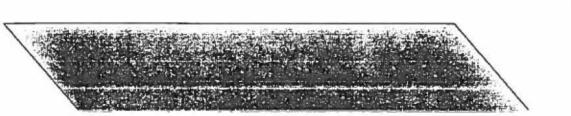
Al Gore didn't invent the internet. We did.



Driving digital innovation

Federal research and development investment is a key driver of digital innovation in NOVA, motivating significant digital advances in the region. Virginia is home to a large share of federally funded R&D centers, ranking third nationally in absolute federal R&D obligations in 2015 (\$7.5B) and second by federal lab count (27). Notable examples of digital innovation organizations include:

- The Defense Advanced Research Projects Agency (DARPA), which is the central R&D unit of the Department of Defense
- In-Q-Tel, the strategic investor for the U.S. intelligence and defense communities
- The Turner-Fairbank Highway Research Center, within the Department of Transportation's Federal Highway Administration, which conducts research on digital highway technologies
- The Department of Interior's National Mapping Center, which conducts research to promote the standardization and availability of digital mapping data, methods, and products
- The MITRE Corporation, a nonprofit company that operates multiple federally funded R&D centers focused on defense and intelligence, aviation, civil systems, homeland security, the judiciary, healthcare, and cybersecurity
- The Institute for Defense Analyses and the Center for Naval Analysis, which focuses on national security issues requiring scientific and technical expertise



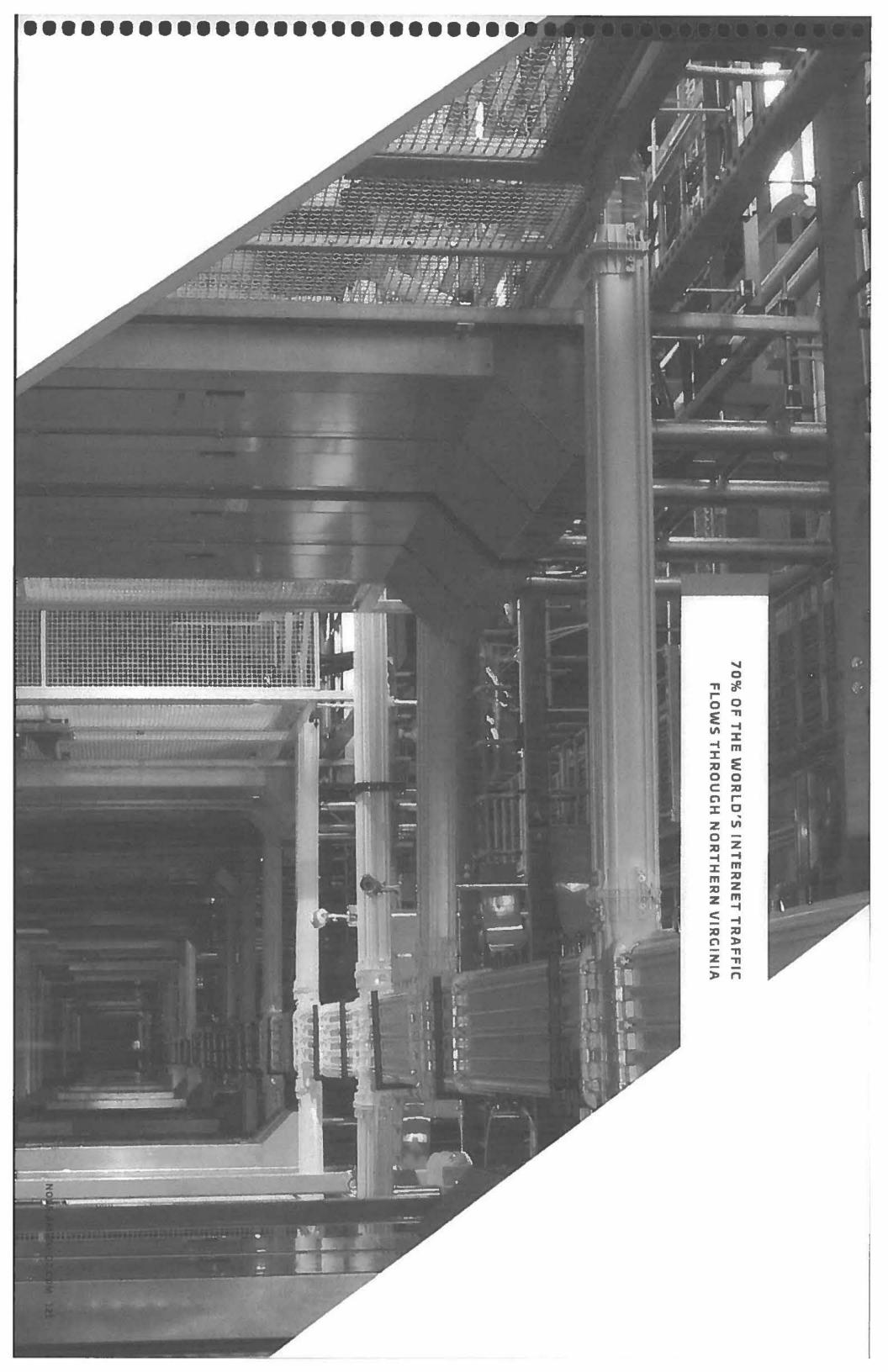




A growing digital and data hub

Known as the data center capital of the world, NOVA has very stable digital connectivity infrastructure. Our history is distinctive: NOVA is the birthplace of the internet, and the internet's first major interconnection point was established in Loudoun County in the 1990s, home today to the world's busiest internet exchange point.

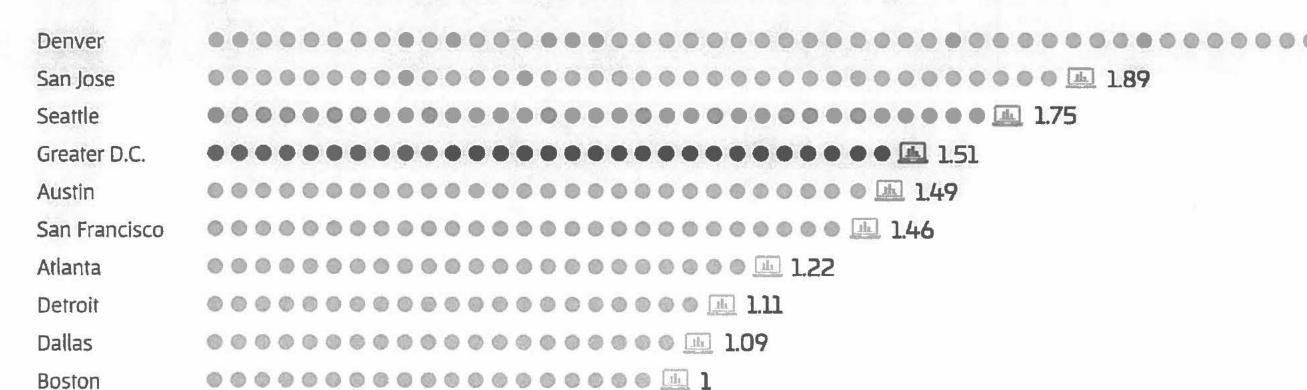
For multiple cellular phone coverage maps on all submitted sites, please see the Appendix available in the document download on NOVA.AMZNHQ2.COM



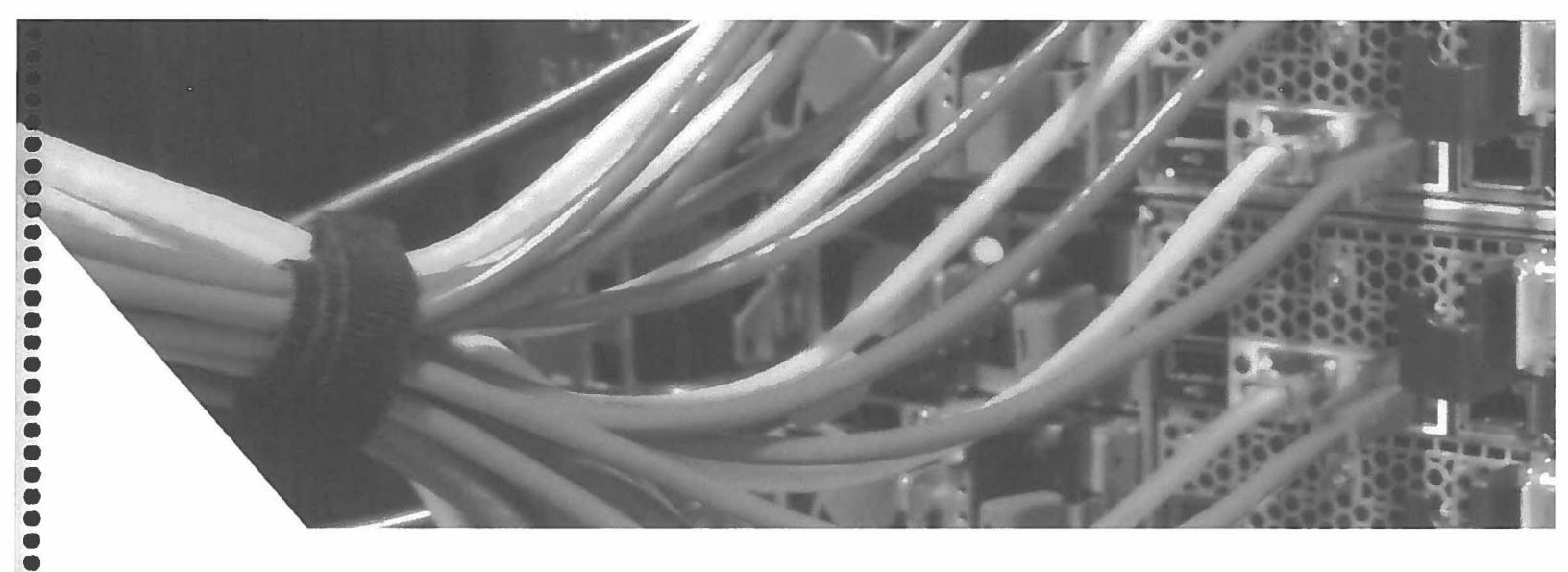
The greater D.C. area is a leader in data processing

Data processing, hosting, and related services establishments

Location quotient of the quarterly establishment count relative to the U.S.



Source: Bureau of Labor Statistics, Quarterly Census of Employment and Wages, 2017.



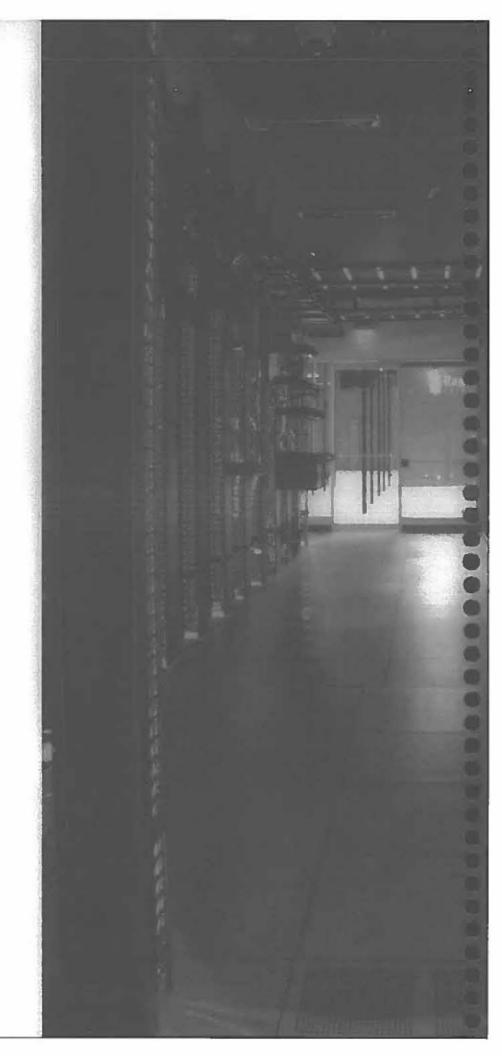
Virginia has more than 650 data processing, hosting, and related establishments, and NOVA has a higher concentration of data processing and hosting sites than any other metropolitan area east of the Mississippi. Loudoun alone is home to more than 75 data centers and 30% of the world's data center square footage making its "data center alley" the world's largest single concentration of data centers.

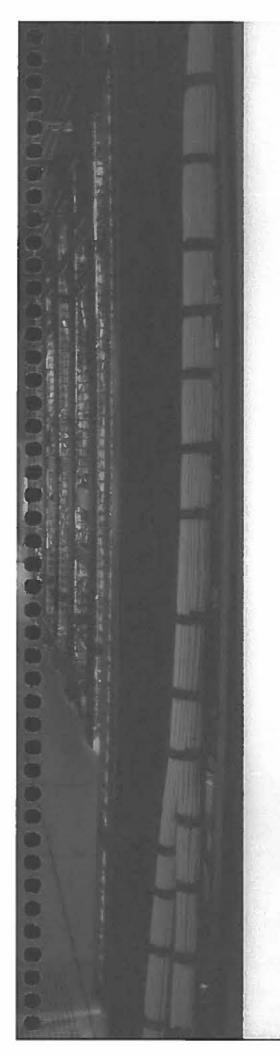
High speeds, broad coverage

Northern Virginia has high-performing and extensive broadband coverage with a commitment to high speeds.

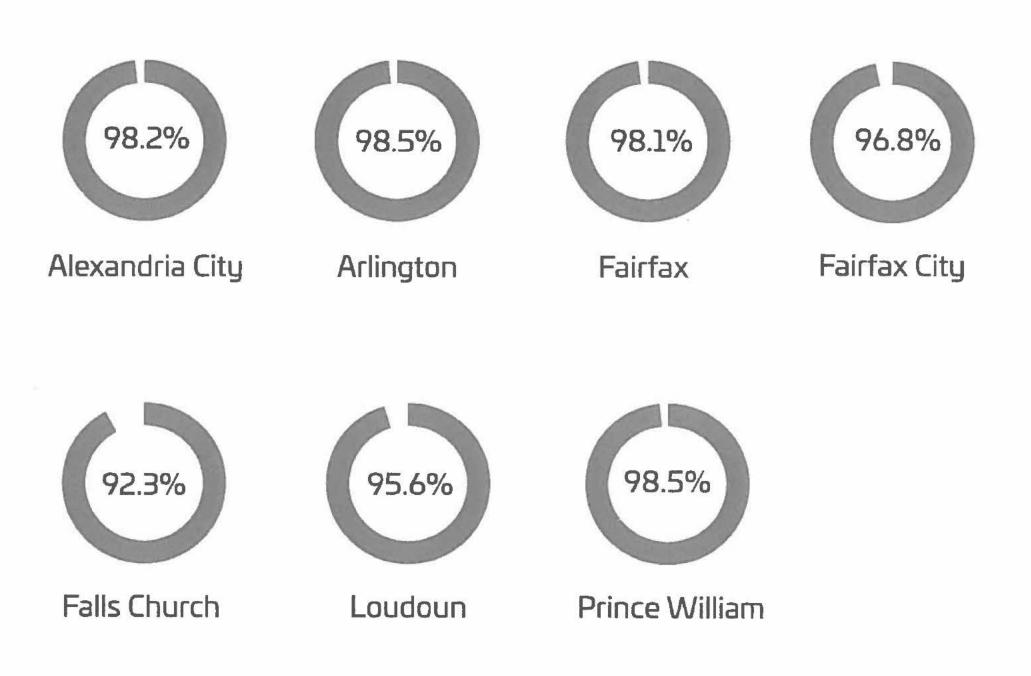
"Northern Virginia's critical IT infrastructure provides a foundation for MSI's dynamic workforce. This region is a critical network access point in supporting today's global internet traffic. It hosts prominent commercial internet exchange points and has been one of the most active data center markets in the country."

- Venkatesh Joshi, President, Mission Services Inc.





In Northern Virginia, access rates for 100 mbps broadband are in the high 90% range across the board



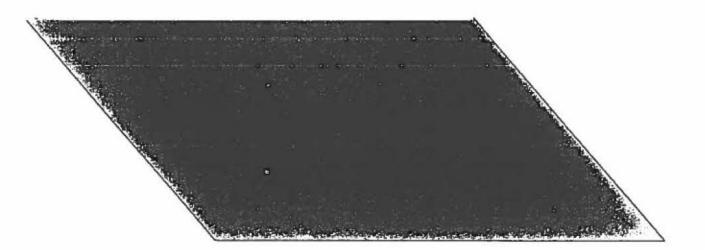
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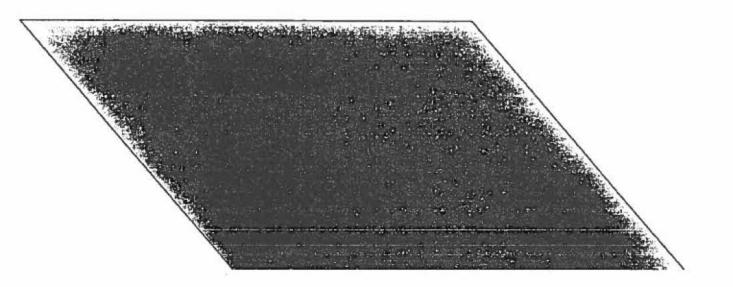
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Multimodal travel

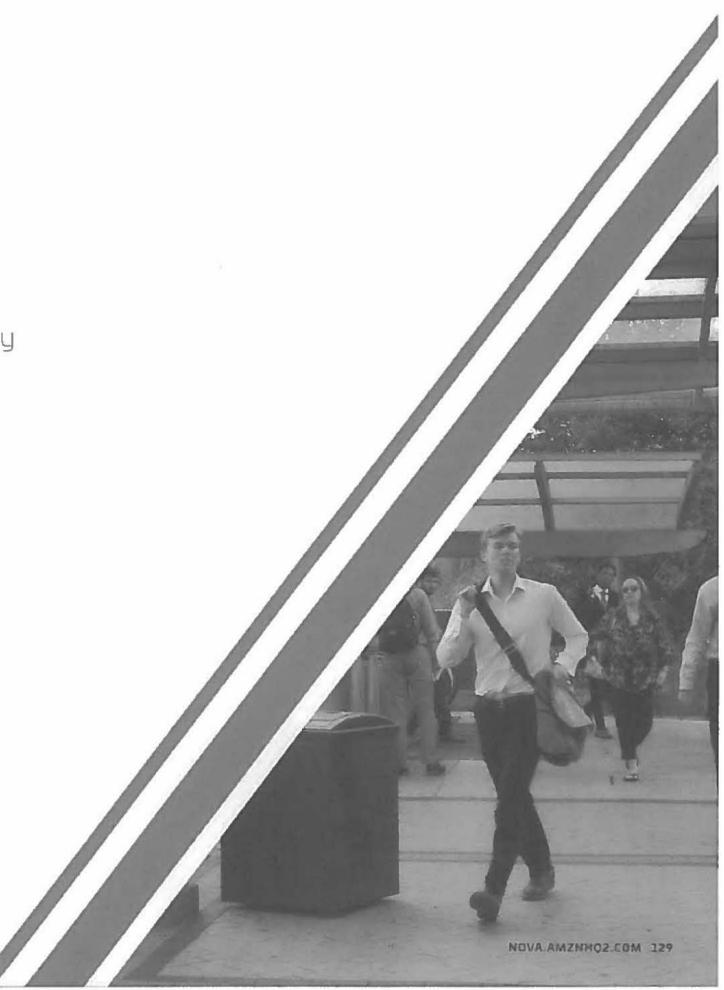
NOVA is committed to enhancing efforts to improve mobility and protect the environment. Multimodal infrastructure and intelligent systems investments are being complemented by outreach and education efforts, including Bike to Work Day, Car Free Day, and the longstanding work of Clean Air Partners, an organization focused on green transportation education.



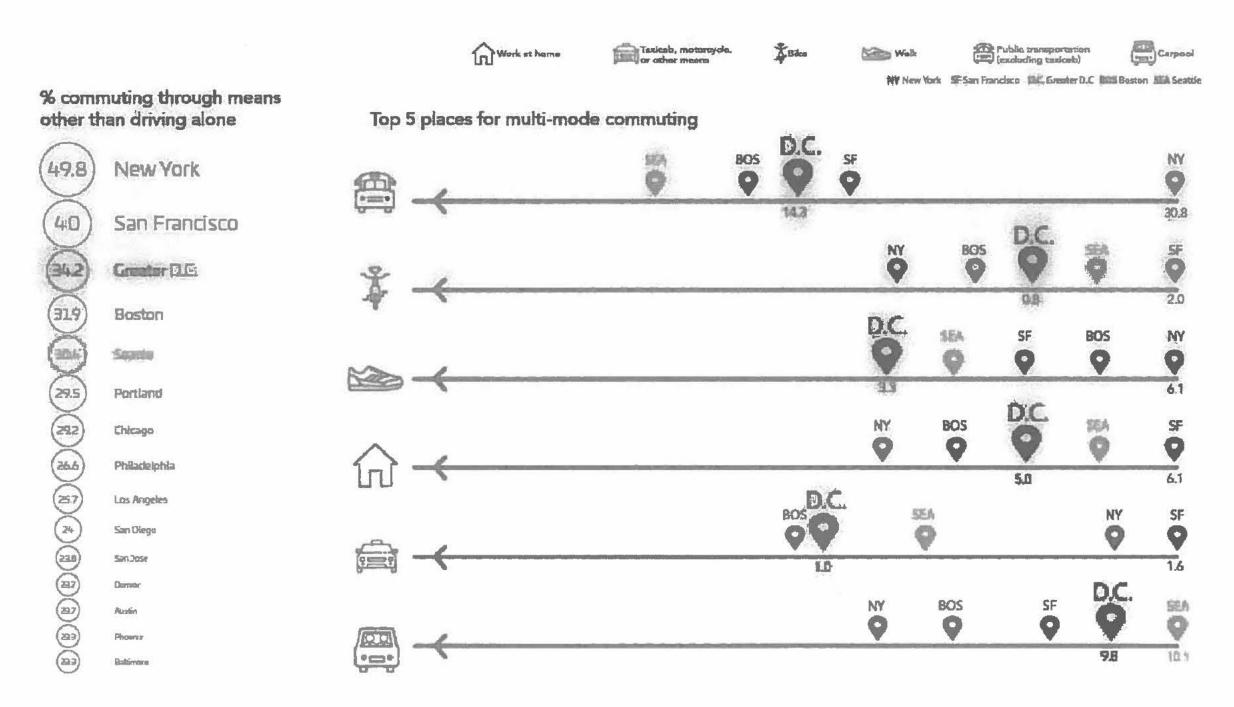
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"Our decision to base ATS in Virginia was due to several important factors. First, Virginia is known for its business-friendly and robust startup environment. Also, Virginia is a major hub for transportation innovation. Equally important, the Dulles Technology Corridor, in particular, offers us access to some of the best tech talent in the country, which is key to our continued position as a leader in transportation technology."

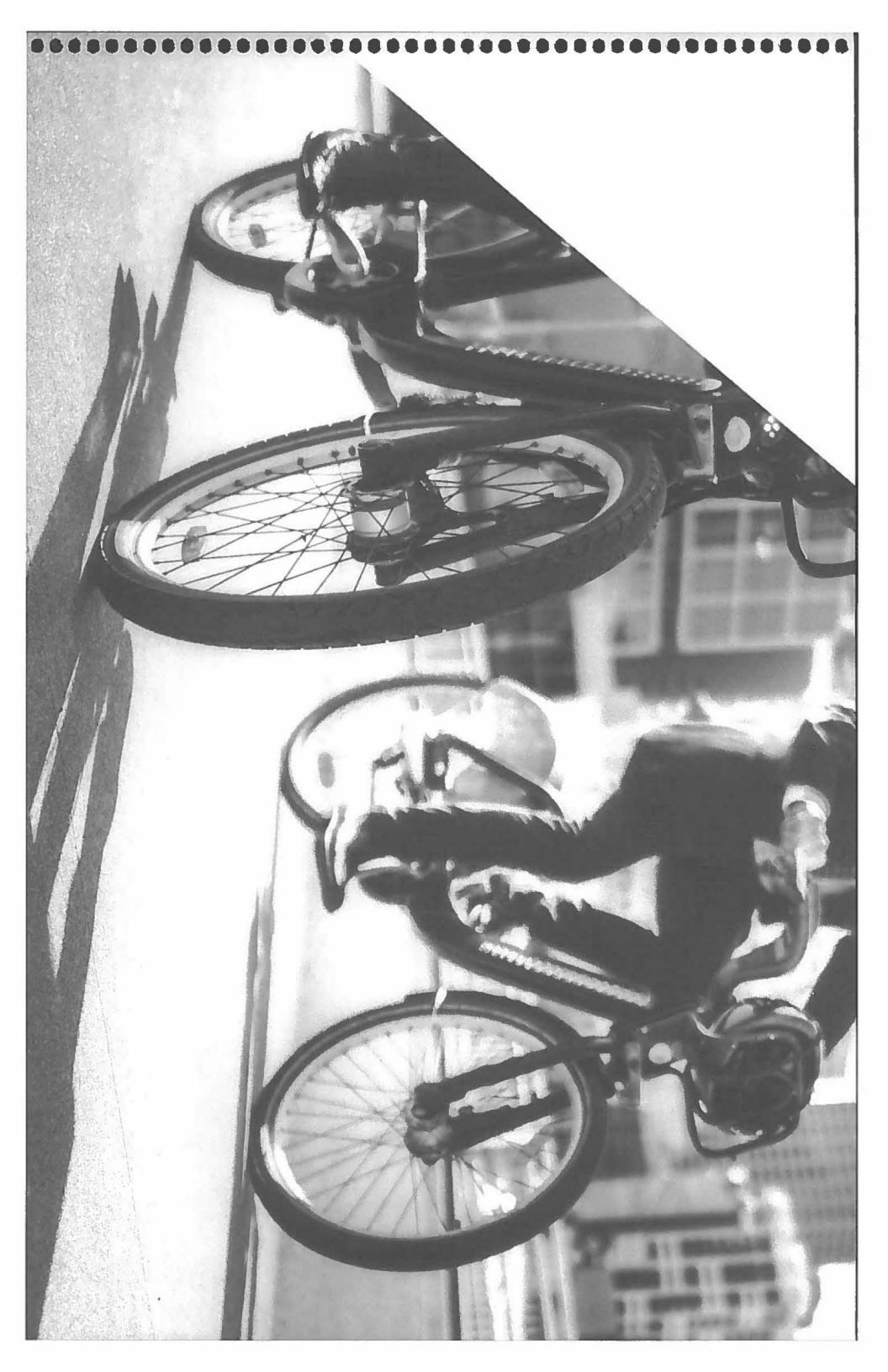
Jim Weaver, CEO, All Traffic Solutions



The greater D.C. area offers multimodal transit options, ranking 3rd in share of population using transit modes other than driving alone to commute to work



Source: 2011-2015 American Community Survey 5-Year Estimates, 2015

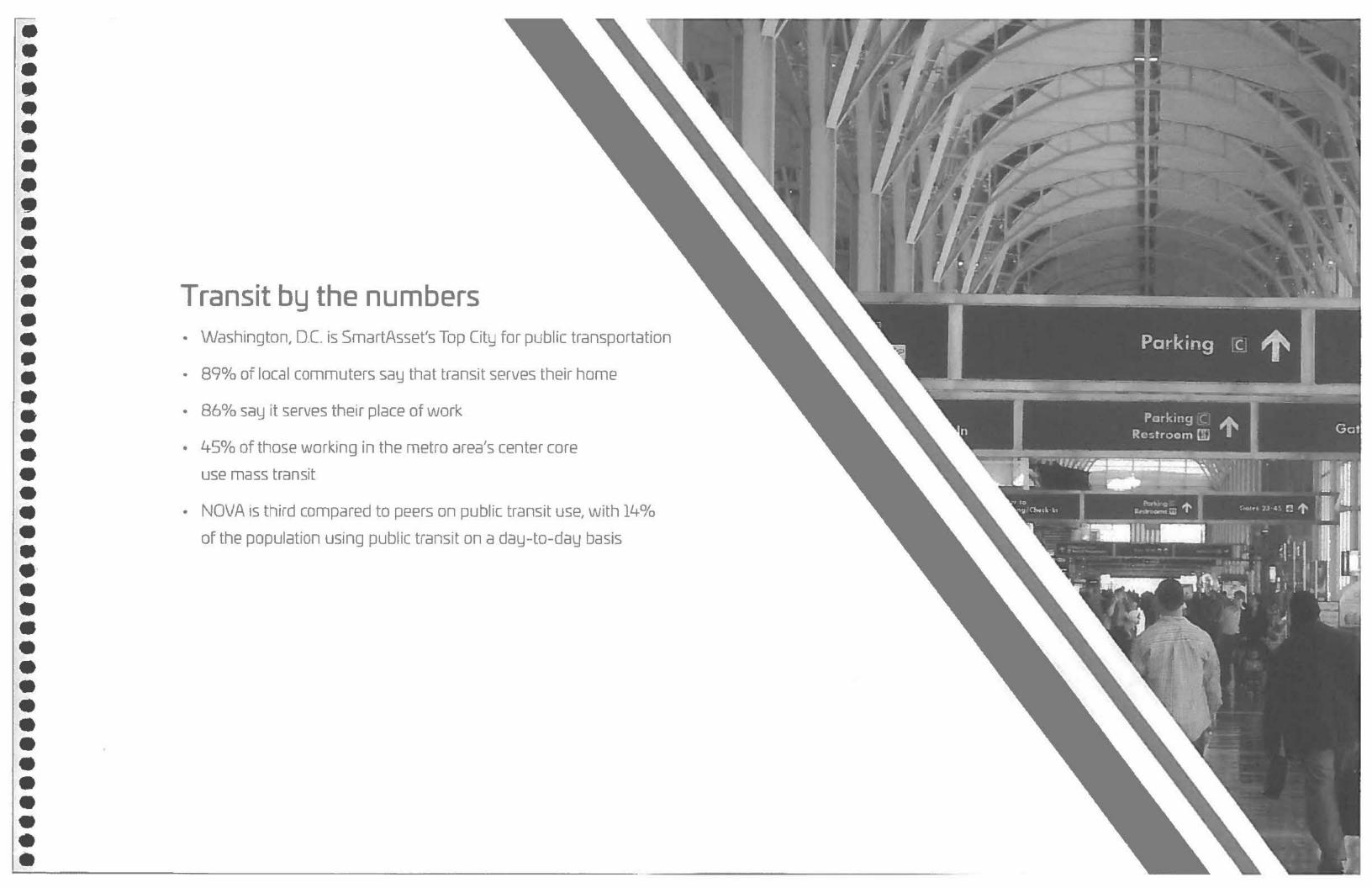




The Metro

NOVA is home to the Washington Metropolitan Area Transit Authority (WMATA), which operates the second-largest heavy rail transit system and the sixth-largest bus network in the U.S. WMATA continues to invest in enhancements to keep up with demand and improve customer experience. Its future capital spend positions it to significantly enhance the region's network:

- A \$5.1B capital improvement plan from FY2012-FY2017 focused on fleet replacement for rail and bus
- The \$6.8B Dulles Corridor Metrorail Project, will bring Silver Line rail access to Fairfax and Loudoun by 2020



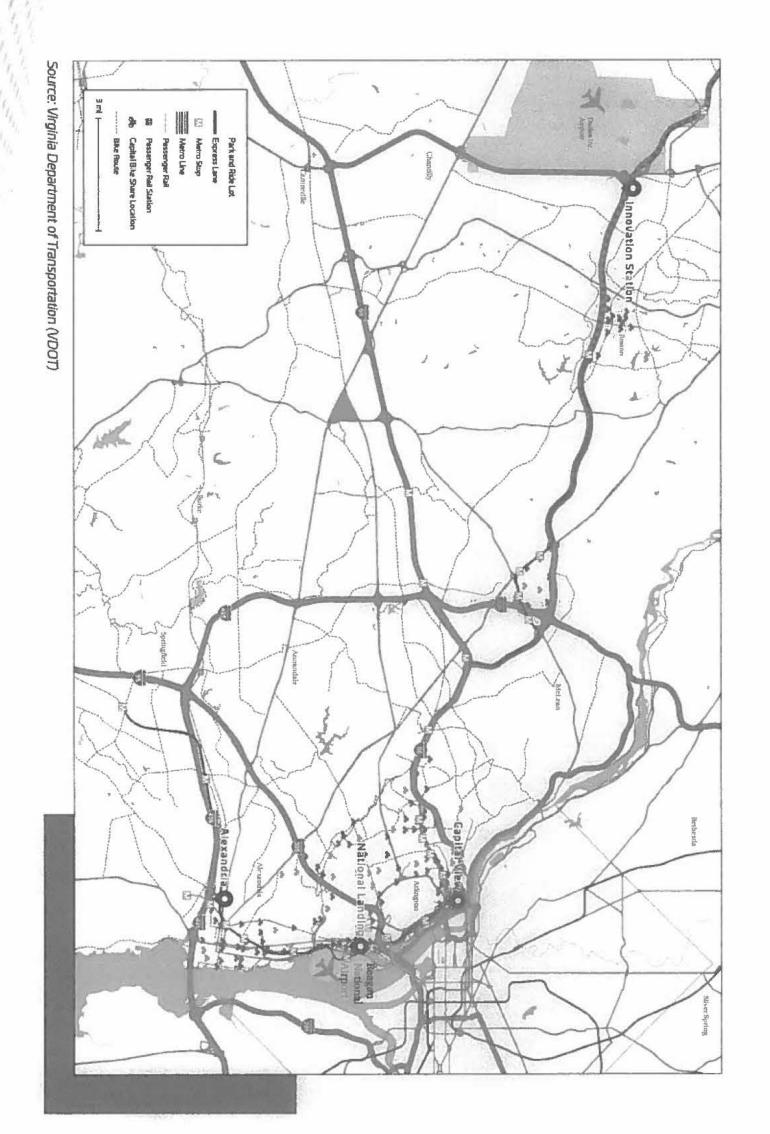




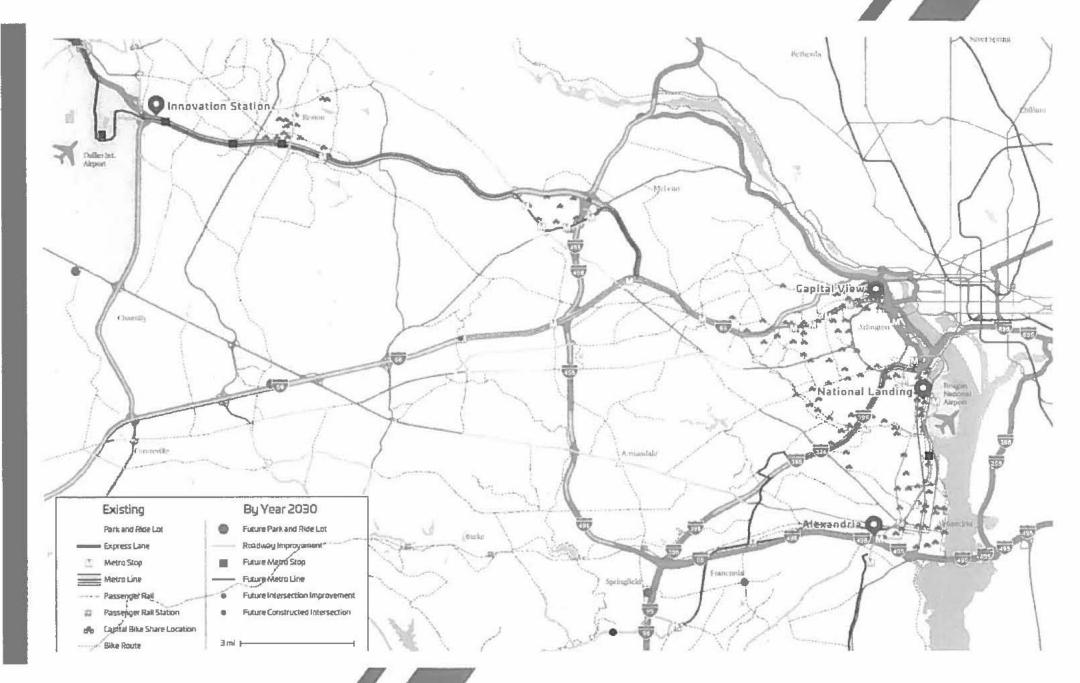
WMATA currently has fully-funded expansion plans underway to increase the system's infrastructure, reliability, and efficiency. Strategic and pivotal planned investments will: • Bring online the longest possible rail trains during rush hour, allowing Metrorail to carry 35,000 more passengers per hour during peak – the equivalent of building 18 new lanes of highway Create new opportunities for Metrobus to bypass traffic congestion, making bus service 50% faster Expand the Metrobus fleet to serve 40,000 additional trips per day · Restore peak period Blue Line service in Northern Virginia with five more trains per hour during that time Going forward, NOVA will also invest in increasing and improving the existing public transportation infrastructure, and develop programs to further incentivize and promote adoption of Bus-Rapid Transit and Metrorail systems. Planned expansions into the future Potomac Yard and the continuing Silver Line expansion past Dulles International Airport will also unlock additional capacity.



NOVA Multimodal Infrastructure, 2017



NOVA Multimodal Infrastructure, 2030



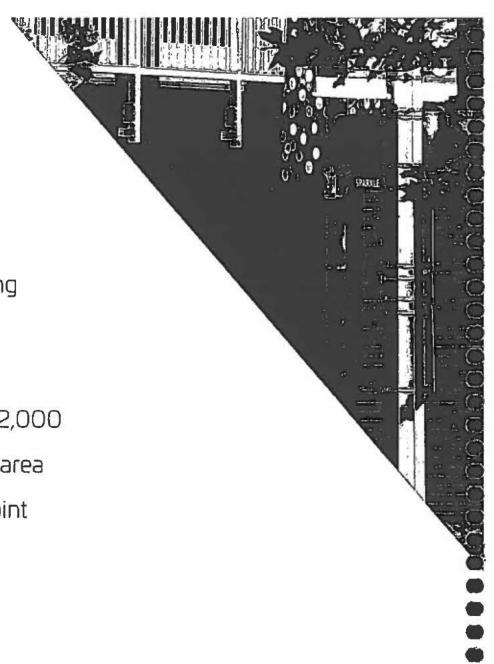
Source: Virginia Department of Transportation (VDOT)

An active biking community

The region has a legacy of biking with a strong supporting infrastructure and is developing new biking and walking mobility offerings to augment public transit.

Capital Bikeshare has a network of 3,700 bikes with 440 stations across the region, and 2,000 bikes at 170 stations in NOVA alone. Three new programs in the Washington, D.C. metro area (Mobike, LimeBike, and Spin) are innovating bikesharing further by providing point-to-point dockless bikes unlocked via smartphone.

These options and commuting trails are complemented by a series of nationally and internationally known regional trails, such as Washington & Old Dominion, Custis, Four-Mile Run, Mount Vernon, and Holmes Run. Supported by this infrastructure, biking has increased 100% in Virginia since 2005. In the greater D.C. area, it has increased almost 500% more than peer cities across the United States since 1990.





Ridesharing as local culture

NOVA boasts 40 years of established "slug culture" in the I-95 corridor, a self-initiated system of carpooling with an estimated 6,570 slugs across 21 lots in 2016, a 20% increase from 2014. The region also has 580 registered vans and a growing regional vanpool program that has expanded ridesharing options even further. Apps like Uber and Lyft have had considerable impacts, making car ownership decreasingly necessary.



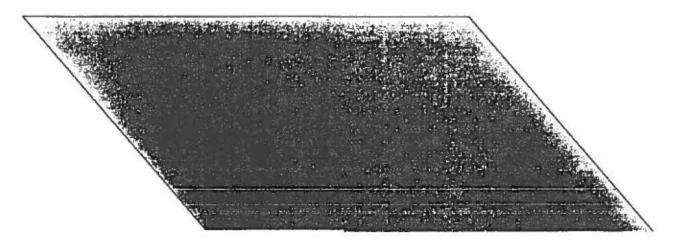
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HOT lanes cooling congestion

High-occupancy toll (HOT) lanes have dramatically reduced congestion, and plans to expand them will alleviate traffic even further. Drivers in NOVA who ride in HOT lanes shave approximately 20 minutes (36%) off their average morning commute. NOVA's interstates also include a comprehensive Express Lanes network, which offers options to carpool, pay a dynamic toll, or use transit. By 2020, Northern Virginia's interstate highways will have a comprehensive 90+ mile network of Express Lanes, guaranteed to provide a high-speed, reliable trip to those who carpool, ride buses, or choose to pay a toll.





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Addressing congestion head-on

Like every other growing region with an expanding population and high levels of cross-county commuting, NOVA has traffic congestion and faces increased pressure on its transportation infrastructure. Currently, the region ranks fourth in the nation for total annual hours of travel delays with congested travel at 45% of peak vehicle-miles of travel in 2014 and 35% of lane-miles.

NOVA also has a longstanding commitment to developing comprehensive and innovative solutions to mobility in the region. We have been an innovator in cycling, highway efficiency, and ridesharing:

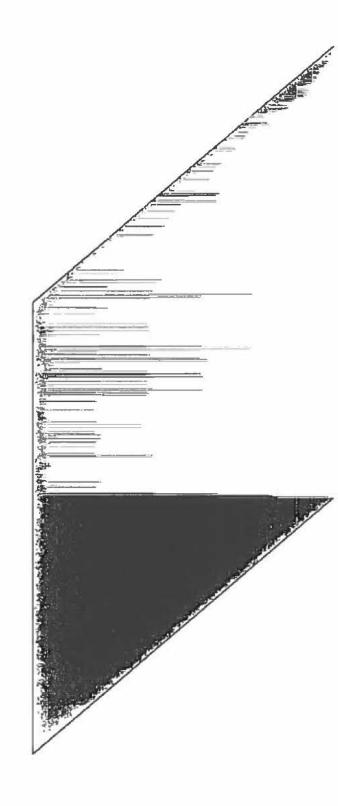
- Washington, D.C. became the first city in North America to create a bikesharing program. It started with just 10 kiosks in D.C. and has spread rapidly throughout NOVA in Arlington, Alexandria, and the Fairfax County communities of Tysons and Reston, and catalyzed a movement toward bikesharing across the country
- NOVA is the birthplace of high-occupancy vehicle (HOV)
 roadways, and was one of the first cities to have HOV lanes
 across its network
- NOVA has 40 years of "slug culture" on interstates 95 and 395 and the Dulles Toll Road, a casual carpooling approach assisting drivers in meeting HOV requirements for more efficient, shorter, and free commuting



Innovating to respond to challenges is in our DNA – we think big. We are already pursuing – and will continue to pursue – a comprehensive regional response to congestion that invests in additional HOV lanes and multimodal solutions in public transit and bicycle infrastructure. As part of the partnership with Amazon, this may also include direct investments in additional public transit lines, enhanced technology-enabled mobility (e.g., adaptive traffic signals, smart traffic technology), and targeted infrastructure capacity enhancements.

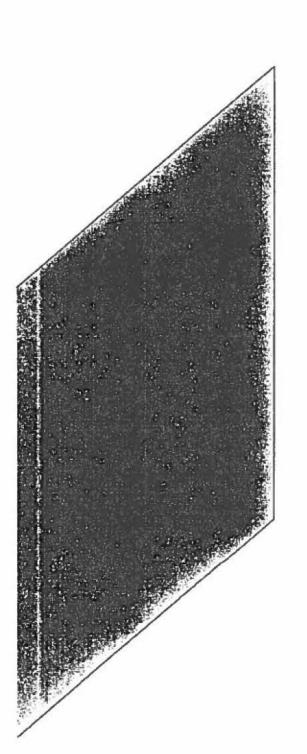
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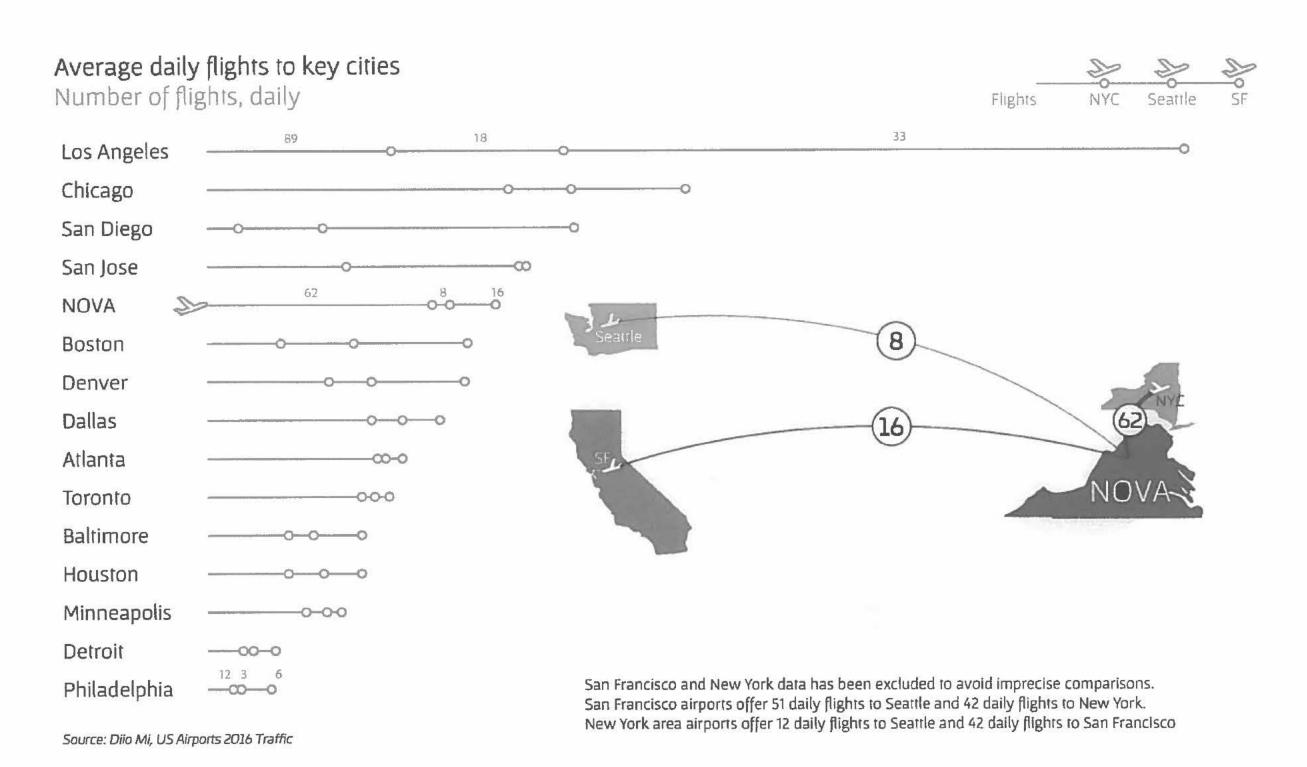


A global travel hub

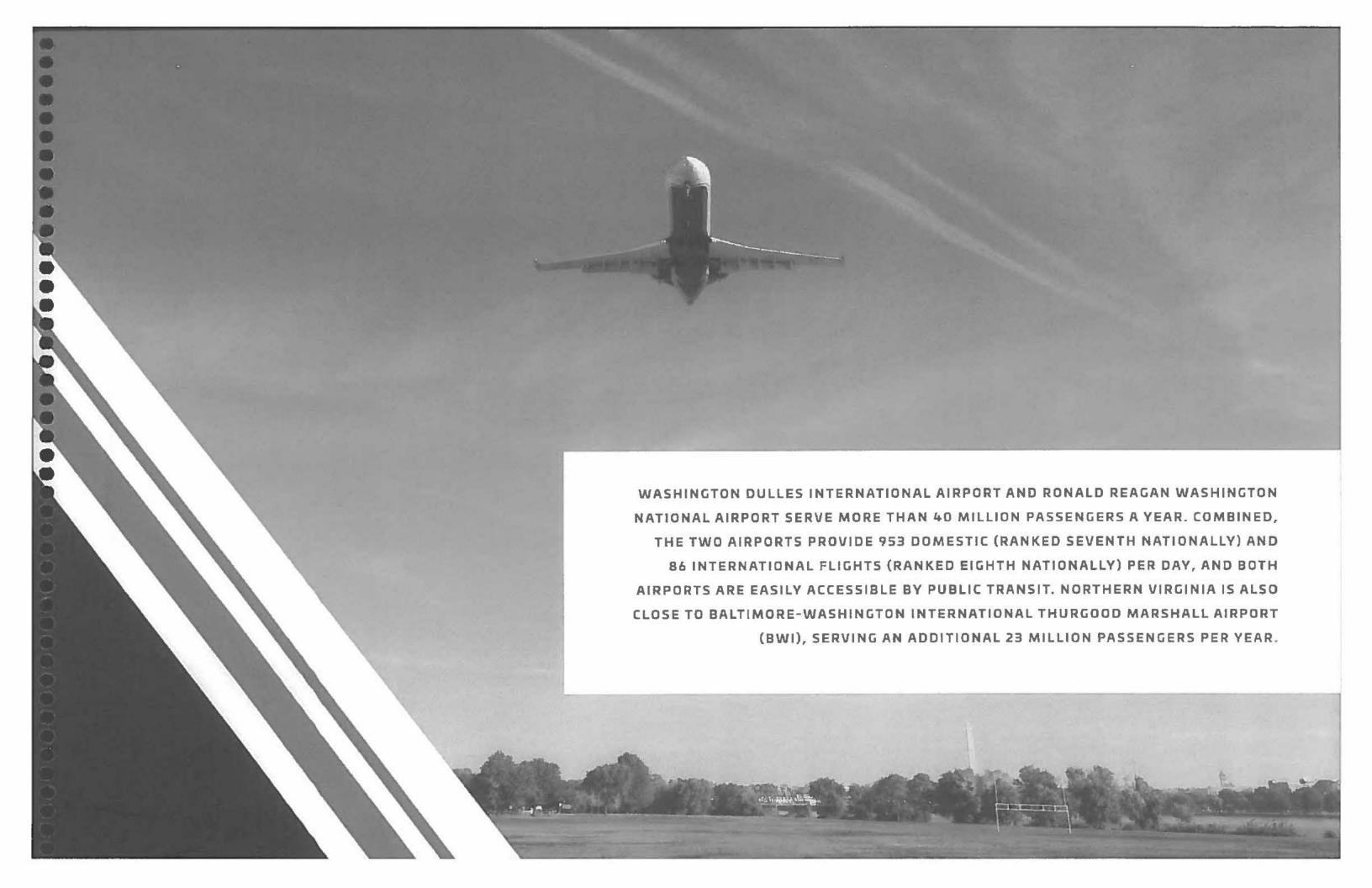
Northern Virginia is well connected by air and rail to cities and countries around the world.

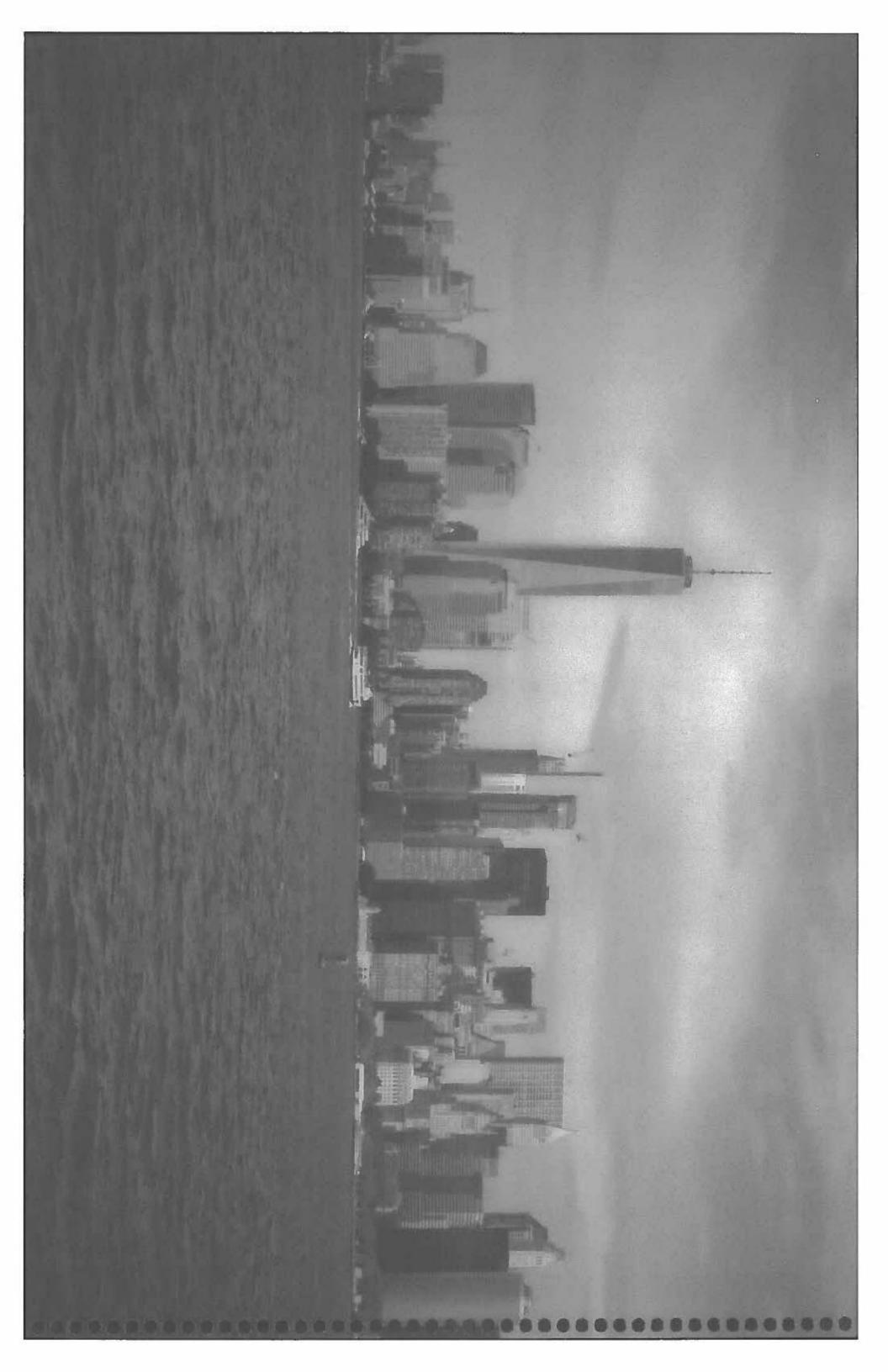


NOVA offers two world class international airports with access to strategic domestic and international locations











Easy access to the East Coast corridor

Regional and national rail networks offer and area residents access to strategic locations and travel destinations. Amtrak provides access to locations across the Commonwealth with 21 stations, including Richmond, Virginia Beach, and Charlottesville, among others, and seamless routes to the Northeast corridor and points south. The Virginia Railway Express (VRE) Commuter Trains provide commuter rail service from the outer NOVA suburbs to Alexandria, Crystal City, and downtown Washington, D.C. VRE operates some 30 trains from 18 stations and carries, on average, 20,000 daily passengers.

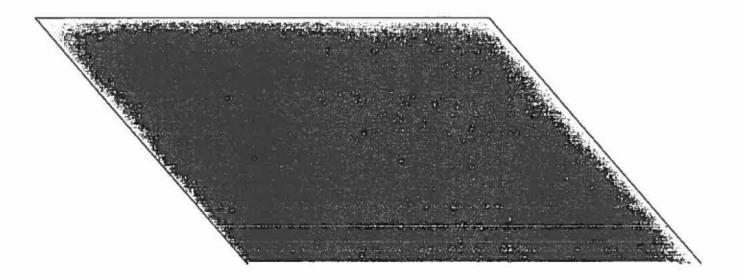
Innovation

CONNECTIVITY

DETONON/LAWAYS DE VENERO, WE DE CES

Statewide commitment to innovative approaches

We are open to new and bold ideas. Our transportation leaders look not only within the region, but all over the world, for innovative solutions to infrastructure challenges.



Both Commonwealth and regional leadership have taken specific steps to reduce congestion

Autonomous vehicles

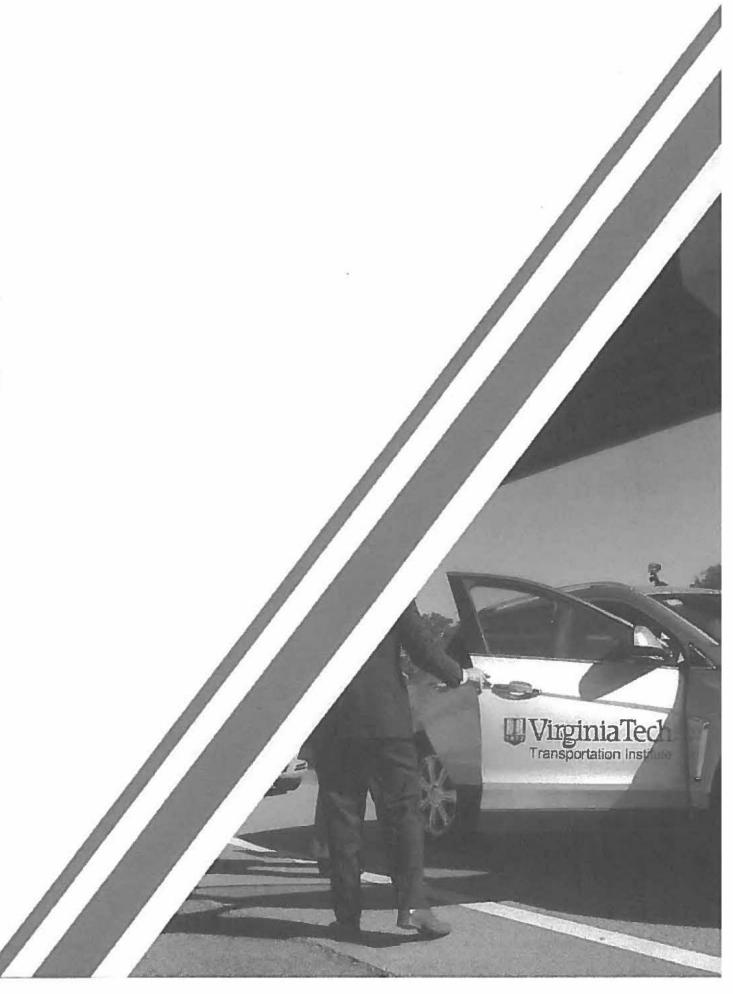
- Governor McAuliffe has declared the Commonwealth of Virginia "open for business" to testing connected and autonomous vehicles.
- In Arlington, Ford and the Virginia Tech Transportation Institute have recently tested
 a Ford-designed method for self-driving vehicles to communicate with pedestrians,
 human drivers, and bicycles.

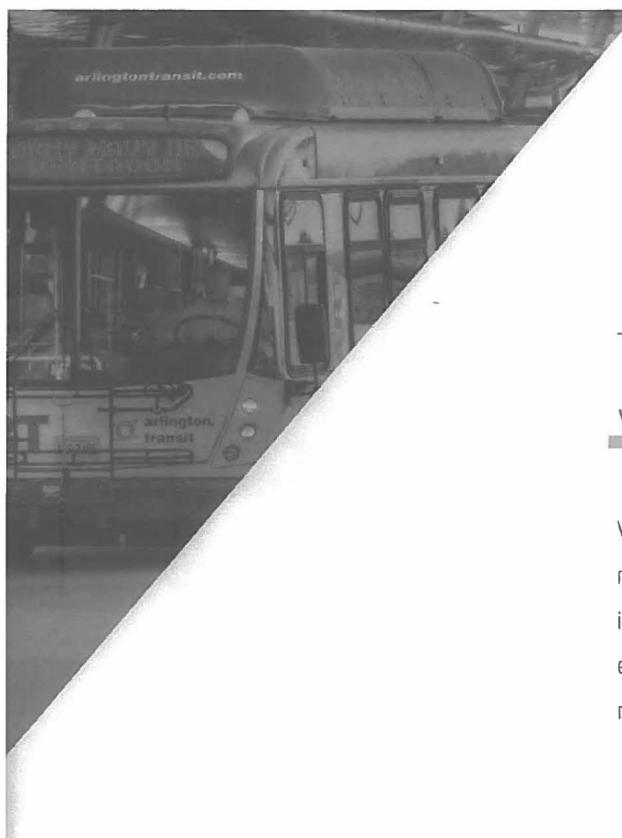
Open data

- Virginia has made all of its transportation data open in order to inspire and encourage innovation from all sectors.
- VDOT has also partnered with Waze for its latest 511 release. As part of a two-way
 data share, Waze will provide VDOT with real-time, autonomous incidence and
 slow-down information.

Smart infrastructure

 The application of traffic management technology along I-66 represents the third deployment in the U.S. and the 1st on the East Coast to enhance incident management by providing lane blockage, congestion, and speed information to motorists





The future of autonomous vehicles lives here

VDOT is already working to leverage VDOT-owned and operated roadways, capitalize on the favorable regulatory environment for innovative transportation solutions, and utilize Northern Virginia's extensive network of highly instrumented Express Lanes as a nationally unique testing environment.

Regulatory flexibility

 Virginia's regulatory flexibility, driven by a deliberate decision not to create regulations with regard to connected and autonomous vehicle (CAV) testing, offers a burden-free testing environment.

Policy commitment

 Virginia's Automated Vehicle Strategic Plan has recognized the strategies needed to fully embrace the potentially transformative nature of autonomous vehicles.

Educational partners

 Virginia Tech is home to the country's leading research institute on autonomous vehicles, powering key technological advances.

Infrastructure

 Virginia Smart Road, located next to Virginia Tech, provides a closed, test-bed research facility for CAV research and testing.



Business Climate

Where stability and opportunity meet

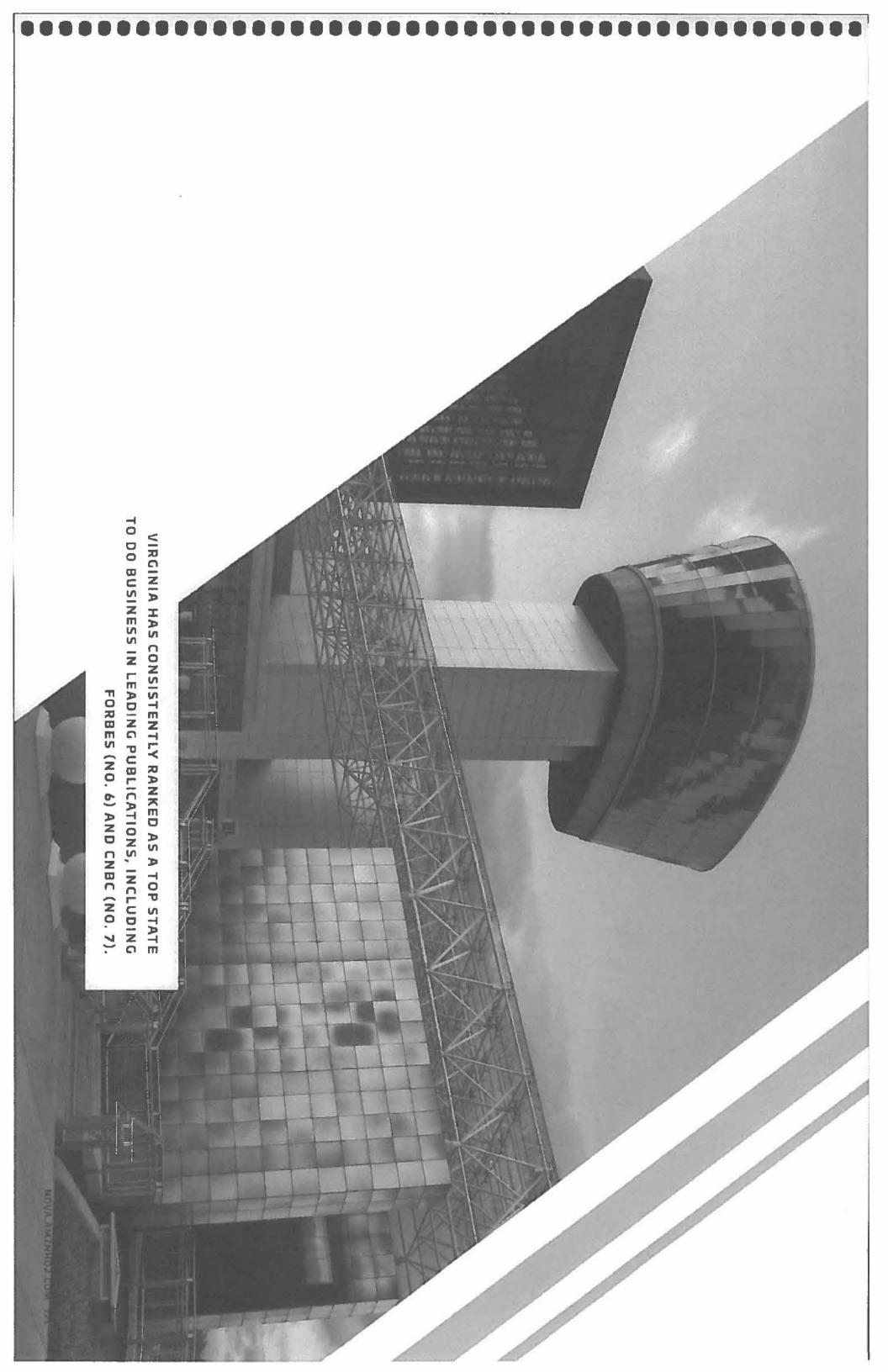
For decades, NOVA and Virginia have been top places to do business. Home to many U.S. and international headquarters, including many Amazon customers and partners, NOVA has the right business environment for your success. With a legacy of innovative test-and-learn partnerships and dedication to creating the enabling environment for Amazon to test the next frontiers of innovation, we're not just a great location — we're a great partner. This is a place where you can enjoy smart growth: Along with the Commonwealth, we're also deeply committed to environmental sustainability at the HQ2 location and throughout the region.

BUSINESS Ooking gov itong, forward-CLIMATE PINANCE

We are the birthplace of American democracy, after all

A Top Place in which to do Business

Virginia continues to be a top state nationally to do business, with friendly tax and regulatory policies. The Commonwealth ranks third for best regulatory environment on the Forbes 2016 Best States for Business rankings, and No.3 for business-friendly environment in CNBC's 2016 rankings.

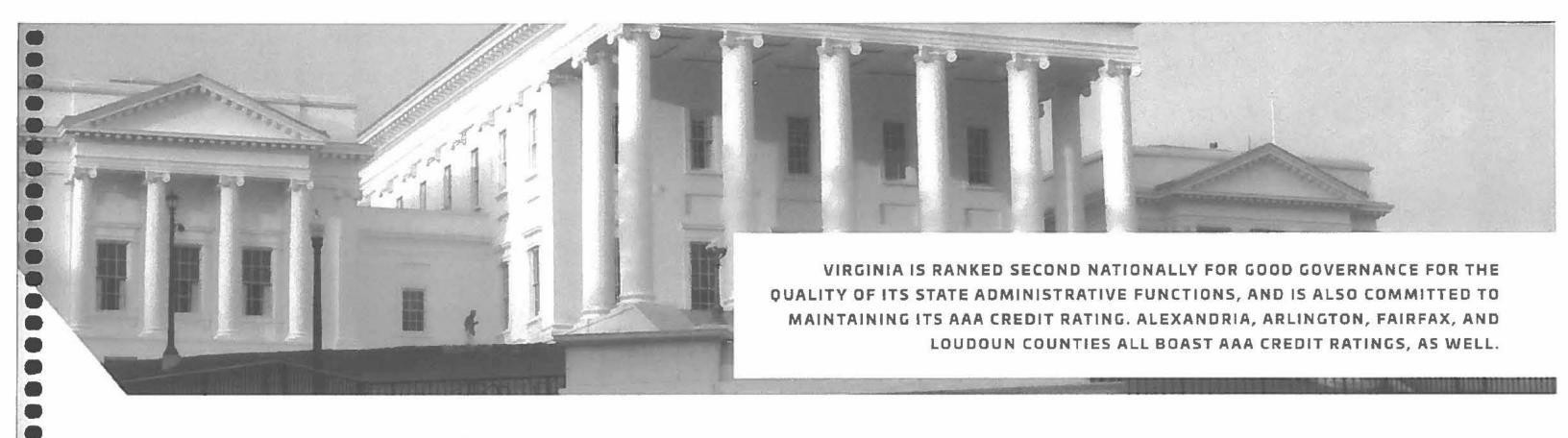




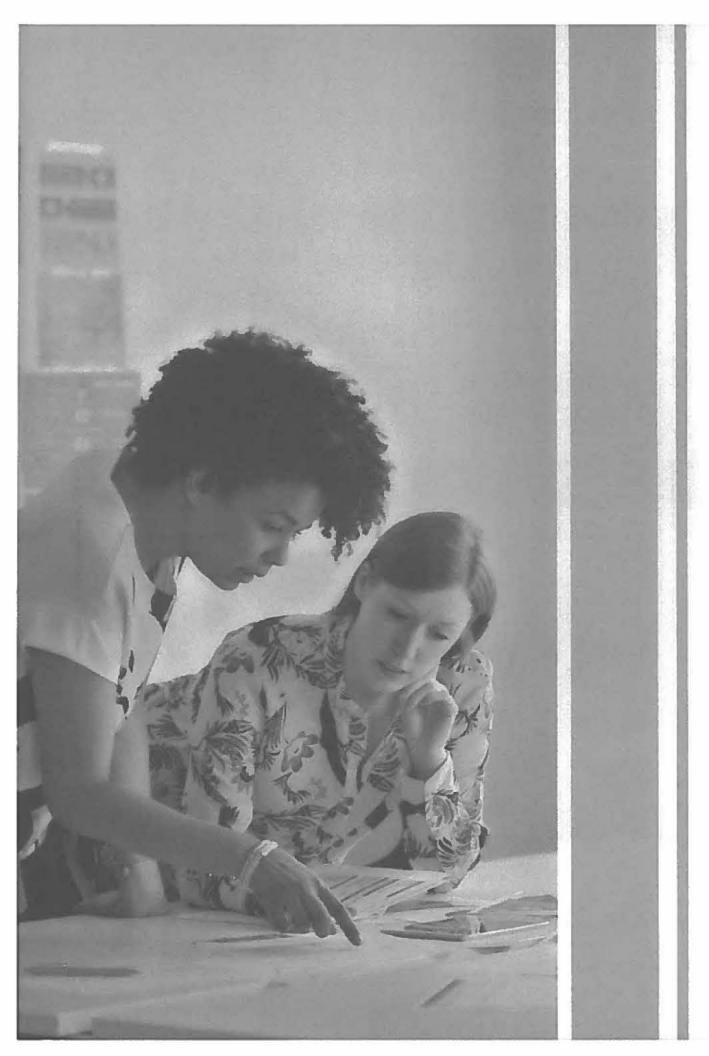
Stable government partners

Regional and state-wide leaders have provided a solid foundation of sound business stewardship and commitment to innovation, even amidst party changes in the state's political leadership.

Virginia is unique among competing states in offering Amazon a state economic development organization (EDO) partner with stable leadership. Most states have a politically appointed state EDO leadership team that is subject to change with every statewide election. The Virginia Economic Development Partnership (VEDP), the state economic development authority for the Commonwealth of Virginia, is an independent, nonpartisan government organization whose leadership has never changed as a result of a gubernatorial election. Governed by a board comprised primarily of business leaders, VEDP will continue serving as a committed, capable, professional, and responsive partner to Amazon as the company expands its presence in Virginia.

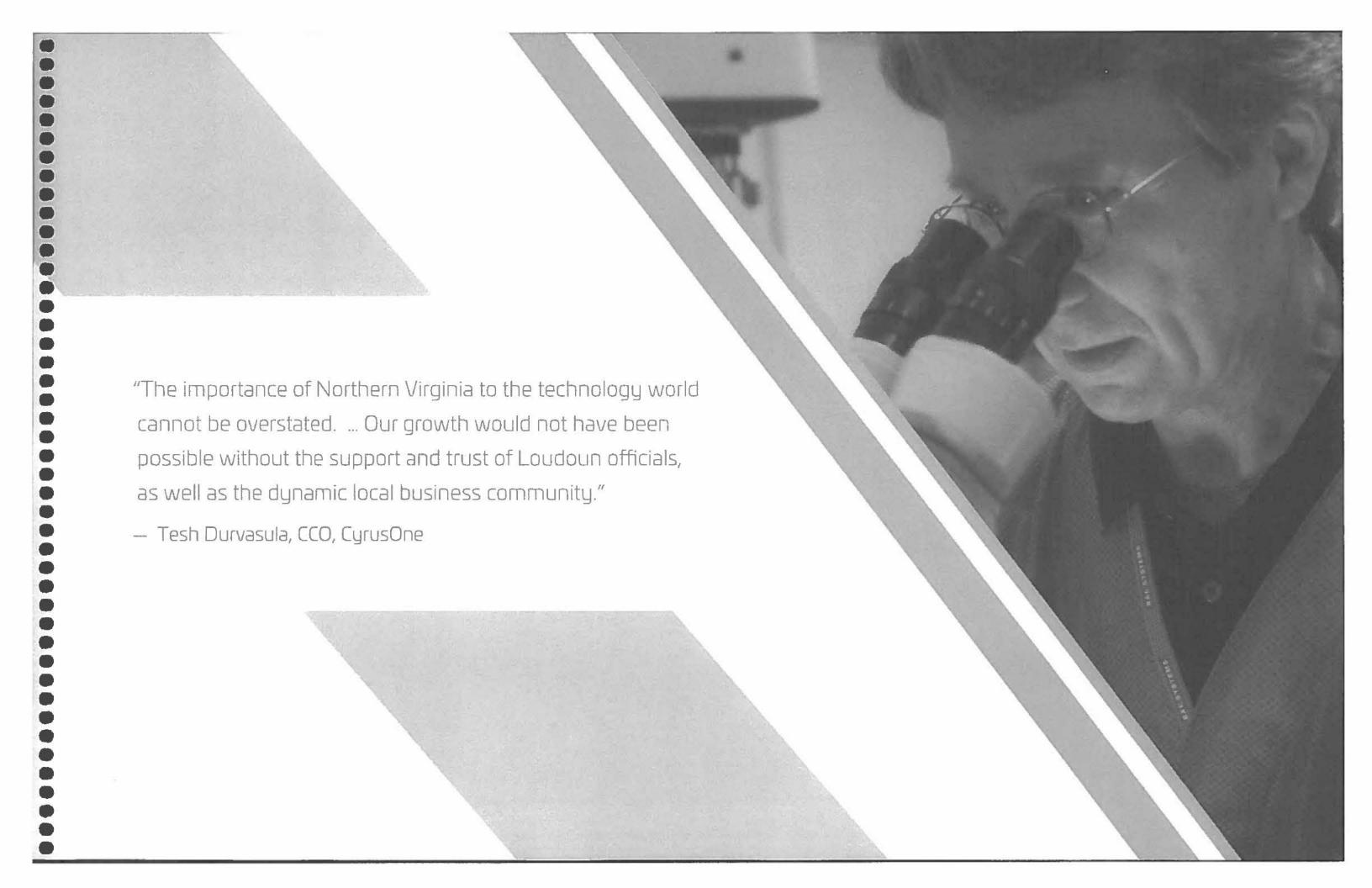






Forward-looking collaboration

Northern Virginia and the Commonwealth have worked together to great success with Amazon in the past, including the company's development of its Amazon Web Services campus in Fairfax County and data center operations throughout Loudoun County. With thousands of employees already working in Northern Virginia, Amazon can find confidence in its past experience with state and regional leaders.



A GIOWING HUD

You're in good comp fiue

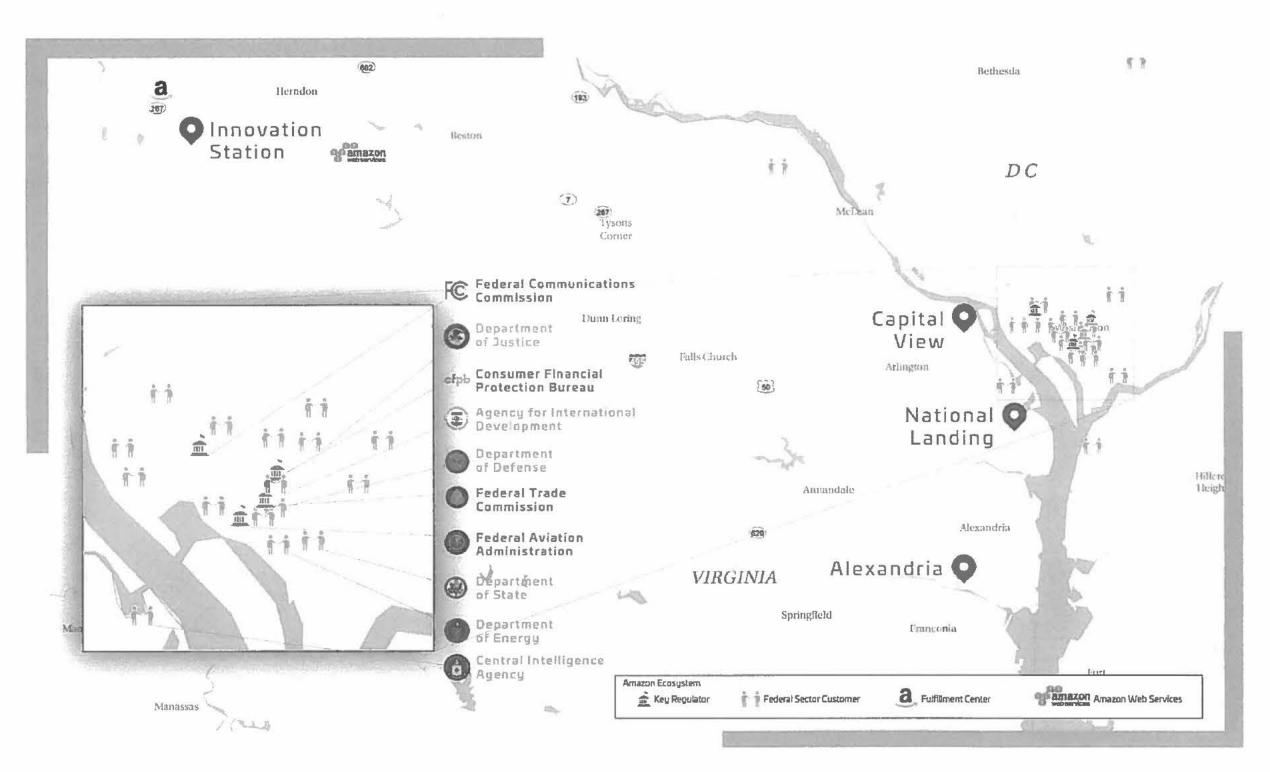


A robust business ecosystem

There is a high concentration of companies and public sector organizations that call Northern Virginia home, due in part to our high standards and government stability. Eleven Fortune 500 companies call NOVA home, including Freddie Mac, General Dynamics, Capital One Financial, Northrop Grumman, and Hilton Holdings. NOVA is also home to a significant base of Amazon's existing public partners and customers, including the Central Intelligence Agency, Department of Defense, and other agencies in the Federal Government, such as the National Science Foundation, and the U.S. Patent & Trademark Offices.

The high concentration of tech companies, federal agencies, and supporting organizations offer Amazon the opportunity to develop valuable future relationships. Northern Virginia provides an unmatched place for Amazon to locate as it attempts to influence federal policies, particularly as it delves into complex areas of federal regulatory authority (e.g., unmanned drones). These factors have played a critical role in drawing many other companies to the area.

Key Stakeholders for Amazon in the Greater Washington D.C. Area



Fortune 1000 Companies Headquartered in Northern Virginia



SAIC



GENERAL DYNAMICS







GANNETT AES



Delta Trucker Holdings



MAXIMUS



TEGNA





NORTHROP GRUMMAN





Booz | Allen | Hamilton









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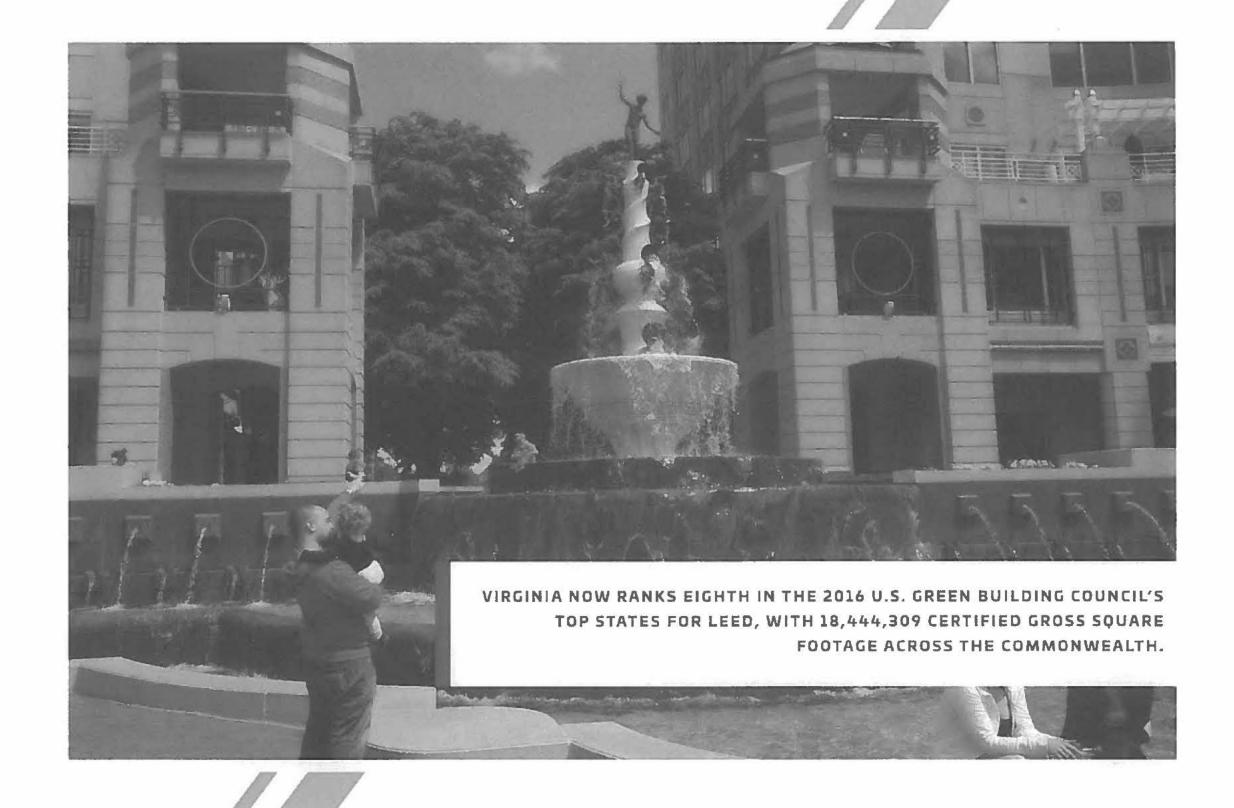
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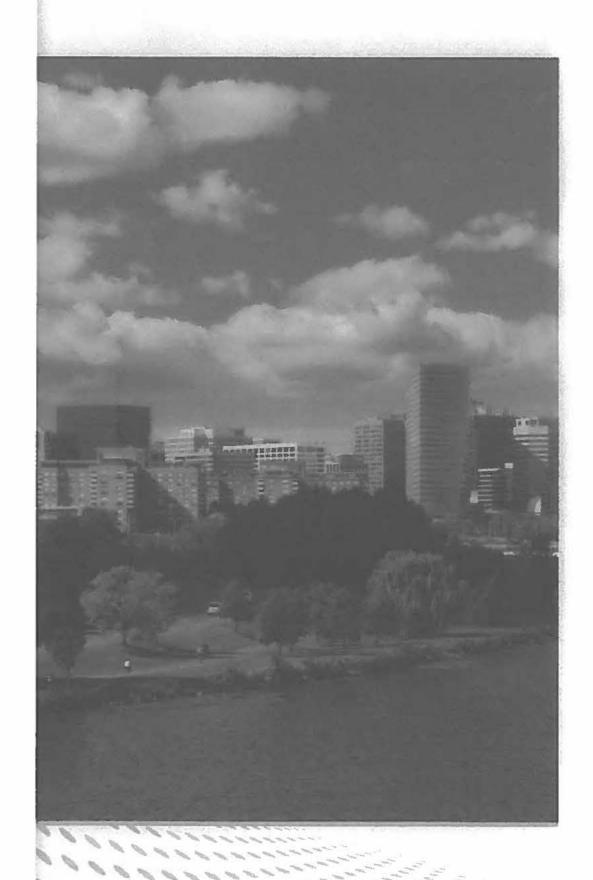
Looking out for the original Amazon

NOVA and Virginia have been guardians of environmental standards and are committed to a green future

NOVA has a strong environmental record and is deeply committed to driving environmental excellence across the region. The region's local government stakeholders, private sector organizations, and residents alike are working to guide sustainability efforts and a broad environmental agenda through diverse activities and policies.

At the state level, Virginia has pursued efforts to promote a clean energy economy, working to reduce carbon dioxide emissions, enhance energy jobs, and address the effects of climate change, and, in June, joined the U.S. Climate Alliance.





Important progress is being made at the regional and county level, as well:

- In 2007, Alexandria partnered with Virginia Tech's Department of Urban Affairs and Planning to create Eco-City Alexandria, a holistic strategic environmental planning process to guide the city in its environmental sustainability efforts
- A 2017 joint campaign with the Fairfax County Government,
 Solarize Fairfax County offered one-time low prices for solar assessments and bulk discounted solar system pricing
- Dominion Energy has committed to providing Amazon with 100% green energy at any of the sites selected in NOVA

SOLAR INSTALLATIONS IN THE COMMONWEALTH HAVE INCREASED NEARLY 1,200% IN THE PAST YEAR, WITH REVENUES IN THE GROWING CLEAN ENERGY SECTOR INCREASING FROM \$300M TO \$1.5B BETWEEN 2014 AND 2016.

"Dominion is eager to work with Amazon as it builds HQ2. We commit today to partnering with you to ensure that all of the energy supplied to HQ2 is renewable, no matter where in the Dominion Energy's service territory you choose to locate."

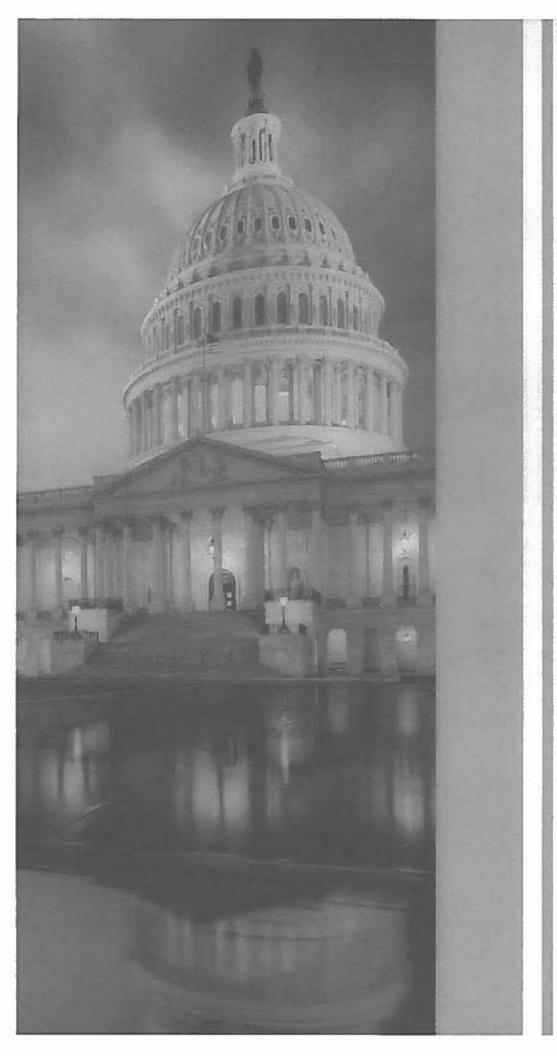
Robert M. Blue, EVP & President & CEO Power Delivery Group,
 Dominion Energy

BUSINESS CLIMATE

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The original power breakfast



Making friends in high places

Given Amazon's prominence as a technological powerhouse, access to key stakeholders – including regulators, Federal Government clients, and thinktanks – in Washington, D.C. will drive significant value for the company.

As Amazon is poised to drive its business in a number of areas that will require complex federal regulatory oversight, proximity to key stakeholders, including the Federal Aviation Administration, the Federal Trade Commission, the Federal Communications Commission, the Food and Drug Administration, and congressional committee leadership, will prove vital.







The Federal Government constitutes one of Amazon's most important clients, particularly in cloud infrastructure services, and locating in Northern Virginia offers Amazon an opportunity to strengthen these key relationships.

Finally, as thinking around numerous topics of concern for Amazon (e.g., the regulation of drones and autonomous vehicles) comes to the forefront of public debate, locating near Washington, D.C. will provide Amazon's executives with the ability to develop closer relationships with many of the thought-leaders and think-tanks in the area that often play a central role in the shaping of public policy.

BUSINESS CLIMATE

It's time to get seriou



Home to innovation

Virginia is home to a key set of innovation assets that we can leverage to help Amazon push its innovation agenda forward.

Namely, Virginia has a number of differentiated transport/logistics and aerospace assets that could be helpful to Amazon's test-and-learn process in these fields, without the usually significant accompanying capital investment. Notable examples include:

- · A new runway for unmanned aircrafts at NASA's Wallops Flight Facility
- The 2.2-mile closed Smart Road testing site with weather controls owned by VDOT
- · One of six FAA designated drone testing sites in Blacksburg
- One of 10 FAA-licensed spaceports in the country at NASA Wallops, already in use by commercial partners for testing/business
- Unmanned systems labs and tracks in Hampton Roads
- · Dark fiber backbone in Arlington and Alexandria that connects the community

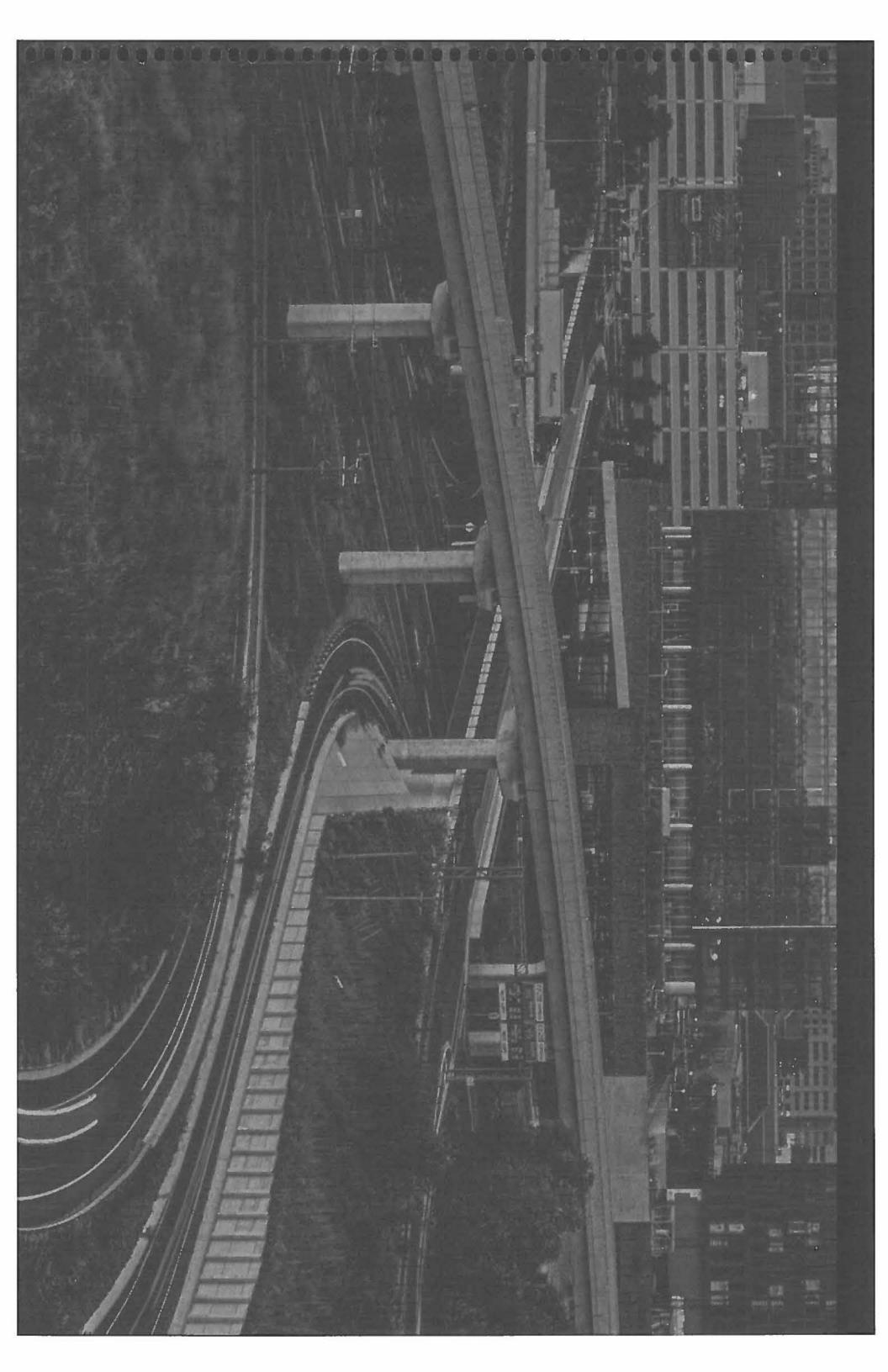


In Northern Virginia, Amazon would be in the company of some of the most historic innovators and enabling forces in the country. The Defense Advanced Research Projects Agency (DARPA) alone has played a critical role in the development of projects, ranging from the internet to videoconferencing and interactive street view maps, to voice-recognition systems, the cloud, and GPS. The nearby U.S. Patent and Trademark Office, located in Alexandria, provides Amazon and other innovators close proximal access to a key federal innovation partner.

A test-and-learn living laboratory

Virginia and its communities have proven their commitment to staying on the frontier of technology development and integration. We will be a partner for Amazon to 'test and learn,' using innovative solutions to meet our community's needs and develop the next generation of smart living. Notable recent examples of this commitment include:

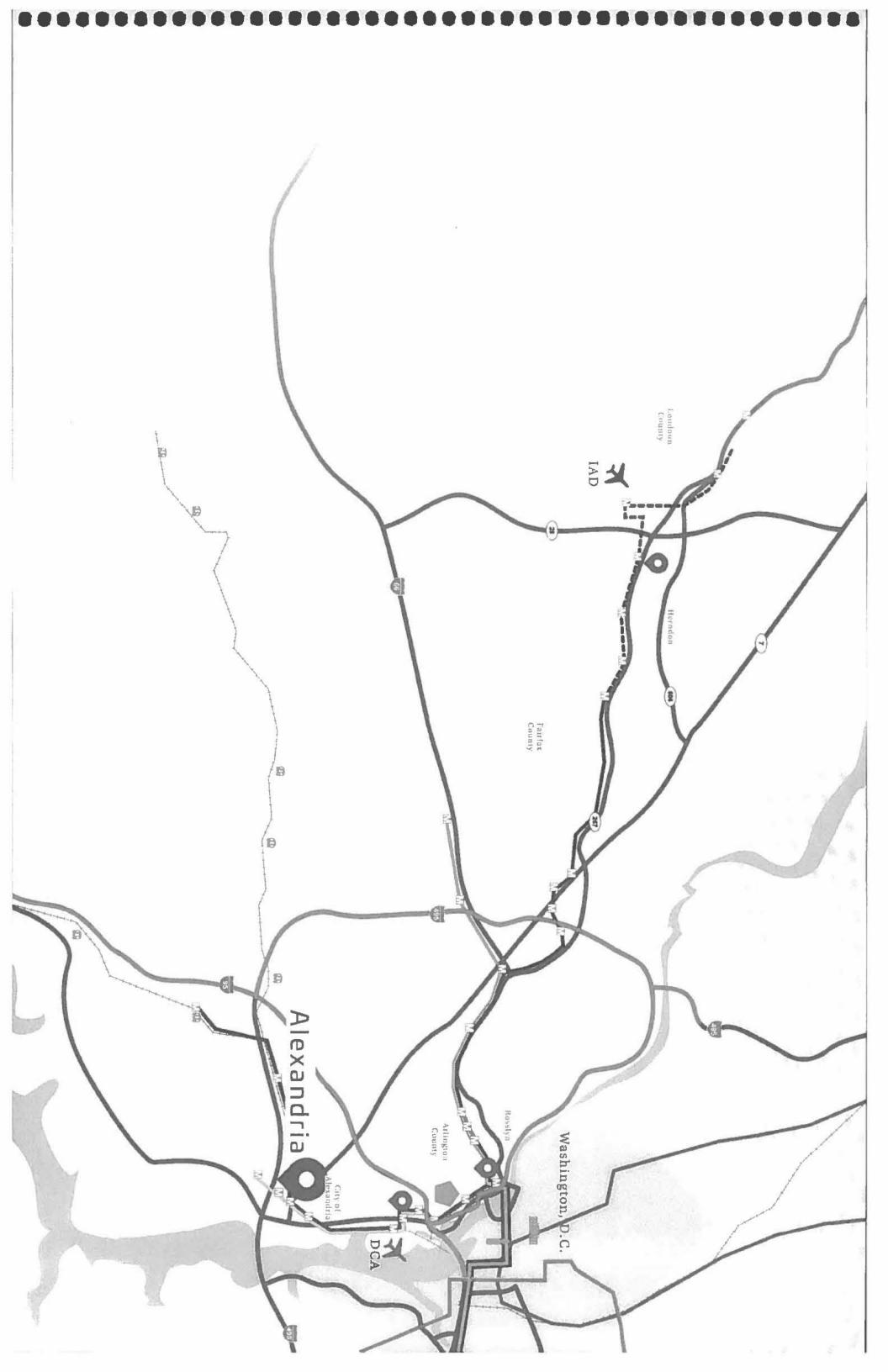
- Virginia passing legislation to allow delivery robots to operate on sidewalks and crosswalks
 across the state (first state to allow robot delivery and currently one of only two states that do)
- Arlington's Emergency Communications Center providing 911 call data to Virginia Tech's Social and Decision Analytics Lab for big data analytics optimization of emergency response protocols
- Urban Living Lab in Arlington, which is implementing big data solutions in the county's fiber architecture
- Universities in Virginia piloting projects with technology partners, including drone medicine delivery in Southwest Virginia
- Commonwealth Transportation Board approving self-driving and wirelessly connected cars on Interstate 95 and Interstate 495 in Northern Virginia
- Google testing delivery of Chipotle burritos by drone in Roanoke

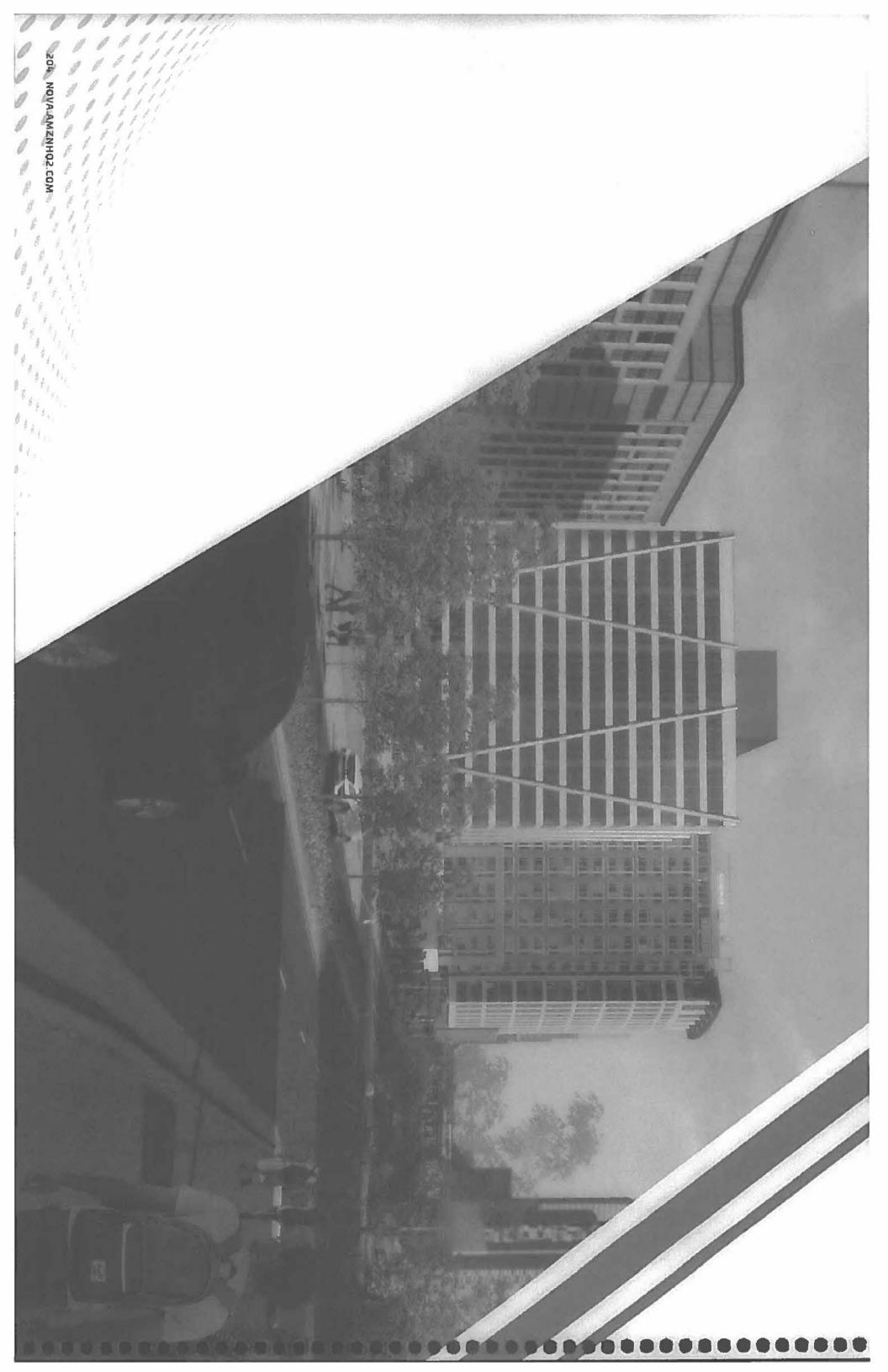


SPU Ö innovation and progress. For the company of the base; a desirable place to live, play, and work; an shaping the future of technology and commerce. eager to partner with you, and together lead the that is growing and developing at a rapid pace. O environment that fosters growth. Above all else, workforce, and the regulators who will play a critical role in NOVA is home to Amazon's core customers, your future place your second home: a robust, deep, and growing talent be no better partner than the region of the future. a distinctive offering for Amazon as you consider where next wave of future, there ur region is NOVA is a region d a business The region

Properties

A portfolio of trophy sites ready to match the scope, speed, and scale of HQ2. Our proposed sites are a diverse and complementary set of options: Alexandria: an urban site steps from historic Old Town Alexandria; Capital View: A set skyscrapers perched atop the Potomac River with views of the national monuments; Innovation Station: A 338-acre greenfield site cattycorner to Dulles airport; and National Landing: 15 million square feet of development potential at the crossroads of Arlington and Alexandria's corporate district. Each site provides a compelling vision for your next home: a walk, bike or metro ride away from Washington, D.C. and NOVA's vibrant communities.





Alexandria: UNRIVALED

In Alexandria, Amazon can shape the development of one of the last remaining infill areas inside the Capital Beltway. Here, Amazon can influence the innovative, sustainable, pedestrian-friendly development of an entire neighborhood and of naming a Metro station and a major avenue.

Alexandria is where Amazon's HQ2 vision blends with Alexandria's bold ambition to create an unprecedented new community from the ground up – a community that is truly UNRIVALED.

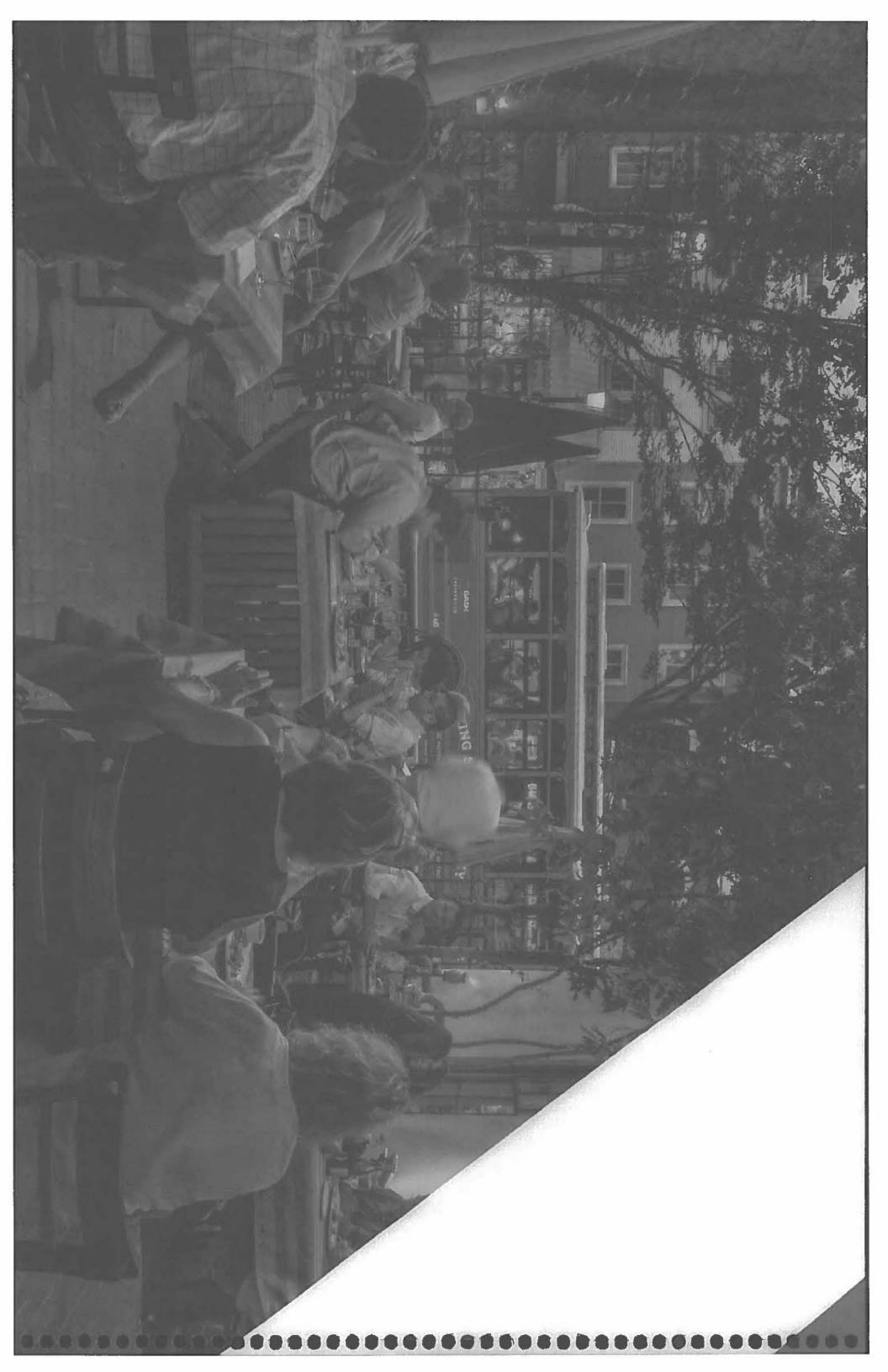
圣 REAGAN AIRPORT WASHINGTON D.C. POTOMAC YARD DUKE ST **(1)** POTOMAC RIVER 495 CAPITAL BELTWAY MARYLAND OLD TOWN HUNTINGTON WATER ..

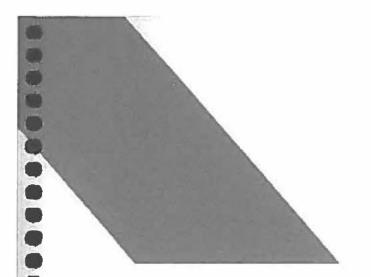
UNRIVALED Features

The Next Iconic Urban Center

- A blank canvas of over eight million square feet minutes from the Nation's Capital ready to support Amazon HQ2 and destined to be the next iconic urban center.
- Located 20 minutes from Washington,
 D.C. and a half hour from AWS in Fairfax,
 surrounded by top talent, customers, federal representatives, and international delegates.
- Exceptional access to transit, regional rail, bike trails, and the Capital Beltway makes commuting and getting to the region's cultural, academic, and sports landmarks easy.
- Catch a domestic or international flight from one of three international airports all within a short Metro ride or drive time.

- Bike to amazing neighborhoods home to hundreds of independent restaurants, entertainment venues, and markets.
- Cruise down to the Potomac Riverfront to board water taxis to destinations in Washington, D.C. and Maryland's National Harbor.
- Live within walking distance to HQ2 or in one of the many diverse and affordable neighborhoods in and surrounding Alexandria.







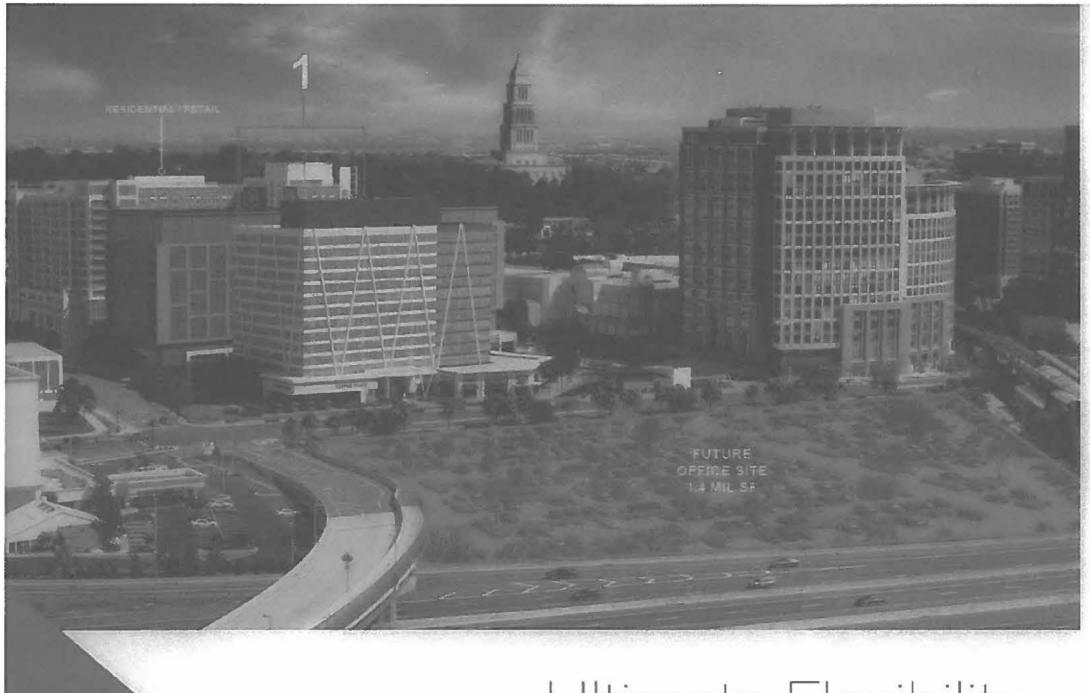
The Intersection of Vision and Values

Picture a glorious October evening. Amazonians step out of a spectacular new headquarters building into the crisp fall air. Some take a water taxi to National Harbor, while others hop on the Metro across the street to attend a Nats playoff game. Some walk to neighborhood daycare facilities to pick up the kids for an early family dinner in nearby Old Town. A few commuters choose Capital Bikeshare for a ride home to Del Ray or Huntington, and some drivers take the Beltway to farther reaches of the National Capital region.

Alexandria is just south of Washington, D.C., adjacent to the historic Old Town District and next to the nation's new centers for science and commerce: a truly unrivaled setting for Amazon's East Coast headquarters. More than a location, it's an opportunity. In Alexandria, Amazon can not only tap world-class amenities, access, and cultural resources but also construct a landmark headquarters in a series of sustainable buildings that could become the tallest structures in the National Capital region, visible for miles from the ground and the sky. There is more than 8.4 million square feet of office development potential, with one million square feet available for occupancy in 2019, plus an additional 4.2 million square feet of new, mixed-use neighborhood supporting development.

In Alexandria, we are not just about achieving the baseline requirements. We want to discover new levels of urban design that are limited only by the capacity for imagination and commitment to deliver. Like Amazon, Alexandria is ready to think differently, raise the bar, and deploy innovative solutions to create an environment that elevates Amazon's business performance and employee quality of life.

We have primed the pump for this once-in-alifetime opportunity and bring a proven track record of delivering projects on time and under budget. In Alexandria, you will make a lasting mark and be the focal point of our city's future, working with partners who are wholly committed to Amazon's continued success.



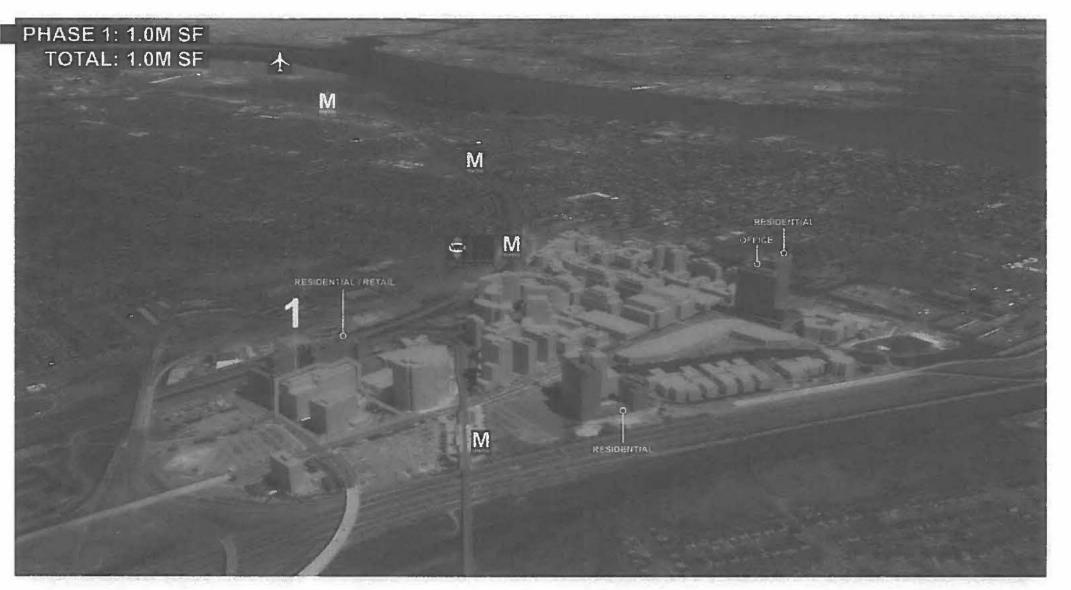
Ultimate Flexibility

Alexandria is home to one of the last infill development sites in the National Capital region, offering a unique opportunity to create an iconic urban center from 8.4 million square feet of existing and build-to-suit sites. The area is home to multiple private sector firms, trade associations, and two of the nation's foremost government agencies for science and commerce: the National Science Foundation (NSF) and the U.S. Patent & Trademark Office (USPTO).

The City has adopted the CDD, or Coordinated Development District, approach in areas where significant development is approved and where a mixture of uses to include office, residential, retail, and hotel with appropriate open space and recreational amenities are desired. The highest quality of urban and architectural design is encouraged, and allowable building heights exceed 370 feet.

Alexandria envisions the development of a modern, sustainable urban center along Eisenhower Avenue that meets Amazon's immediate and long-term needs.

The City and development team offer the following options while stressing our commitment to work with Amazon to realize the company's vision for HQ2.



PHASE 1: 2019

1.0 Million Square Feet

Owners Perseus Realty and Rubenstein Partners/Northpoint Realty offer two existing buildings totaling one million square feet as the initial landing zone for HQ2's Phase 1 needs. Both buildings are across the street from the Eisenhower Metrorail Station, have direct access to the Capital Beltway, and are a short walk to the King Street regional rail station. Adjacent to the site is a planned 789,000 square foot mixeduse development scheduled to break ground in 2018 that will feature 500 residential units, 120,000 square feet of streetlevel retail, and an 80,000 square foot grocery store. Approved zoning (CDD-2) allows for a mix of uses and allowable building heights in excess of 370 feet.

2461 Eisenhower Ave.: An existing 345,000 square foot LEED Silver building owned by Rubenstein Partners and Northpoint Realty. Following a massive renovation planned for completion in Q1 2018, the building will include state-of-the-art features with floor designs that can be configured into highly efficient workspaces. Other amenities will also include conference and fitness centers. Attached to the building is existing, fully leased retail space for convenient access to coffee and numerous dining options. The property also includes a pad site for future additional retail or room for an additional 500,000 square feet of office.

200 Stovall St.: An existing 666,000 square foot building, owned by Perseus Realty that will be fully renovated by

Multiple Paths for Growth

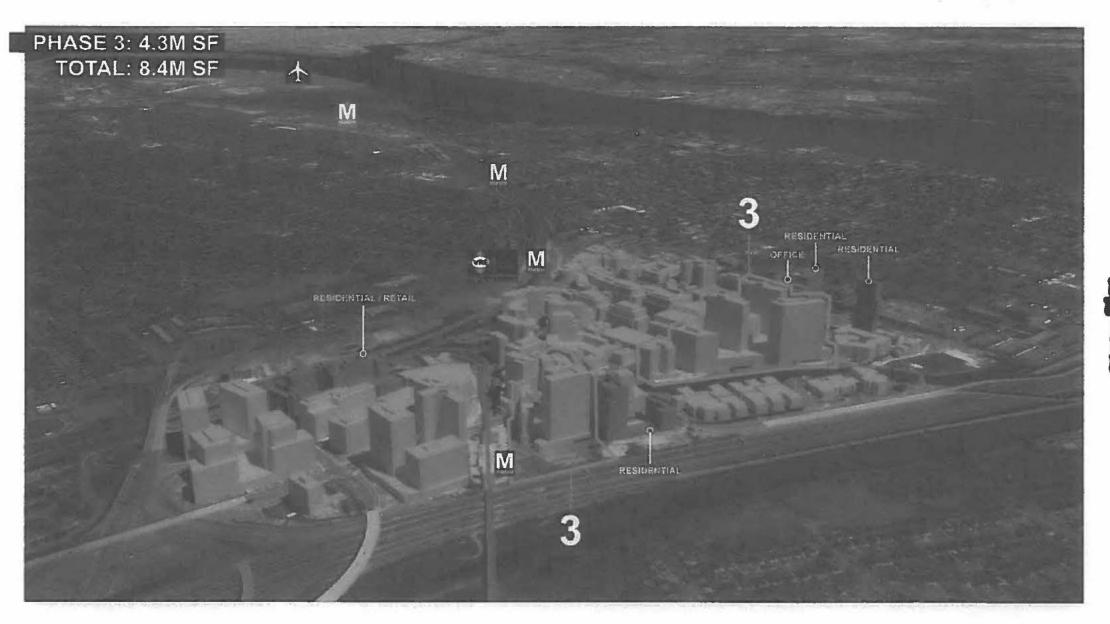
PHASE 2

+3.1 Million Square Feet

Perseus Realty controls multiple development sites around the Phase 1 buildings with build-to-suit opportunities to accommodate Amazon's Phase 2 growth. Combined, these parcels equal 3.1 million square feet of office development potential with zoning (CDD-2) allowing for minimum building heights of 350 feet.

the tight clustering of the sites creates the feeling of an urban campus that is no more than a five minute walk to the existing metro station.





PHASE 3

+4.3 Million Square Feet

Perseus Realty controls additional development parcels to the east of the Eisenhower Metro that will meet Amazon's Phase 3 growth needs. In a Coordinated Development District (CDD-11), this 4.3 million square feet allows for the construction of new office towers approaching 400 feet that will provide visibility from National Airport flight paths and to the 142,000 daily commuters traveling past the site on I-495

Room for Growth

4.2 Million Additional Square Feet to Support A Vibrant Urban Center

In addition to exceeding Amazon's office needs, the neighborhood master plan includes an additional 4.2 million square feet of development that integrates new retail, residential, hotels, and open space to create a vibrant urban neighborhood. The city's guidelines encourage developers to push the architectural limits to allow for cutting edge design and highly sustainable construction.

Westward Expansion

Three miles to the west of the proposed HQ2 site, near the Van Dorn Metro Station, sits an approved master plan area. This area could serve as additional space to accommodate any future growth beyond the required eight million square feet and/or support the development of additional residential units to provide a quick commute for Amazonians from the other end of Eisenhower Avenue.

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Connections to Support Amazon's Growth



Extensive Broadband Coverage

Alexandria has access rates exceeding 1,000Mbps and dark fiber running along Eisenhower Avenue and adjacent streets—currently utilized by NSF and USPTO—will make connecting to secure, high-speed internet easy.

Alexandria's Municipal Broadband

The City is finalizing plans to implement a municipal fiber network that will serve as the city's technology backbone. Designed to provide fiber connectivity to the city's transportation management systems and municipal sites, businesses and homes will also be able to plug-in to the city's dark fiber network.

Cell Phone Service Coverage:

The proposed Amazon HQ2 site has full, high-quality cell phone service coverage from all of the major service providers.

Fully Powered

The HQ2 site is served by all required utilities needed to support Amazon's growth. A robust above and below ground electrical grid has built-in redundancy designed to keep businesses and government agencies along Eisenhower Avenue running without interruption.

Sustainable Growth that Benefits All

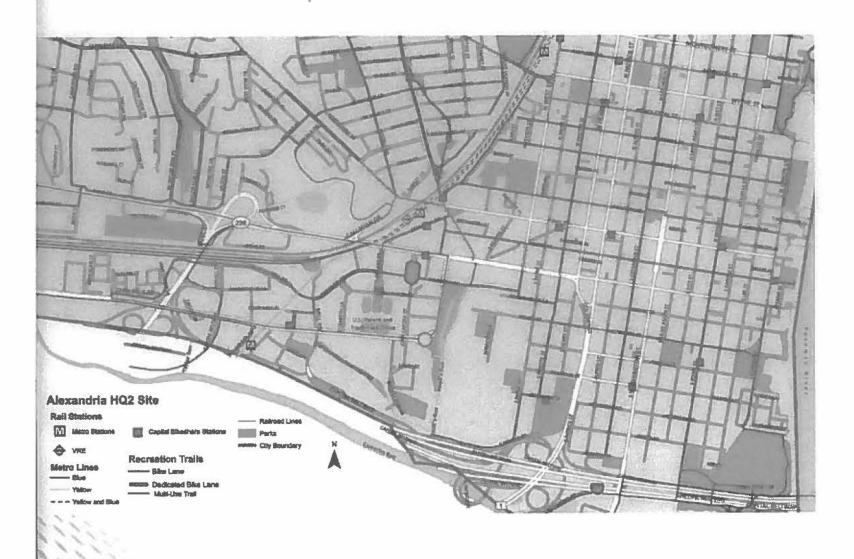


Alexandria's commitment to sustainability is confirmed in its Eco-City initiative, the first of its kind in Virginia. The initiative has spurred innovative approaches to reach goals such as increasing public transit ridership, promotion of clean water and solar power initiatives, stormwater mitigation, and protecting natural/open space.

All of the existing buildings on the proposed Amazon HQ2 site are LEED Silver certified or higher. Alexandria's Green Building Policy requires all new development to achieve LEED Silver or an equivalent rating.

Alexandria's recycling rate is 48.6%, and municipal waste converted into renewable energy at the city's Waste to Energy facility powers upwards of 24,000 homes.

AlexRenew, the city's wastewater treatment plant, was awarded the Institute for Sustainable Infrastructure's Envision Platinum Award for sustainability and is considered one of the most advanced plants in the world.



Multimodal Connections to the Entire D.C. Region

Alexandria's location provides unparalleled access to downtown Washington, D.C., AWS's Northern Virginia headquarters, Virginia's western and southern suburbs, and Prince George's County, Maryland to the east.

Amazonians will be able to reach HQ2 by Metro, bike lanes and trails, and regional rail.













Metro Station (Currently Eisenhower Avenue): With a station located in the heart of the site, Amazonians can jump on the Yellow Line and in 10 minutes arrive at Reagan National Airport or be in downtown D.C. in less than 20 minutes.

Bicycle Network: Alexandria continues to invest in the city's bicycle network and infrastructure. There are 31 Capital Bikeshare Stations in Alexandria and it's a short ride to the 18-mile Mount Vernon Trail, which serves as a major bike connection to and from D.C. and points south.

Virginia Railway Express (VRE) and Amtrak: A short walk from the site, Alexandria receives commuter rail trains from Fredericksburg and Manassas, bringing thousands of commuters from affordable bedroom-style neighborhoods in Virginia's western and southern suburbs. Amtrak service to and from D.C. and northern locations is available at King Street Station.

Water Taxi: Alexandria is the only Northern Virginia site with water taxi service. A short bike-ride or ride-share to the waterfront provides ferry service to multiple locations in D.C., including Nationals Stadium, Georgetown, and Maryland's National Harbor & MGM Casino.

Local Bus Network: The city's neighborhood-serving DASH bus provides affordable and convenient local service to the HQ2 site from points across Alexandria, including Old Town and the West End.

Pedestrian Access: There are multiple residential communities within walking distance of the development parcel, with greenway and trail connections among them.



Convenient Access to the Capital Beltway

Alexandria's HQ2 site has superior access and visibility to the National Capital Beltway (I-495). Dedicated ramps from I-495 will bring Amazonians who drive cars or travel by rideshare from the Beltway to HQ2's front door.

Virginia's comprehensive Express Lanes networks are already reducing congestion and travel times to Dulles Airport and western and southern destinations.

The City supports Virginia's commitment to expand the use of High Occupancy Toll (HOT) Lanes to other major roadways in Northern Virginia, and we welcome Maryland's recent announcement to implement HOT Lanes just over the Woodrow Wilson Bridge on I-495.

Quick and Easy Travel Nationally and Internationally



Travel to and from the National Capital region is convenient and fast from Alexandria's proposed HQ2 site.

Served by Three International Airports

- Reagan National Airport (DCA): Just three Metro stops or a 15-minute drive from Alexandria.
- Dulles International Airport (IAD): A 35-minute drive using the I-495
 Express Lanes.
- Baltimore-Washington International Airport (BWI): With a quick jump onto the Beltway, Amazonians will have access to a third airport and hundreds of additional daily flights.

Amtrak

Access to Amtrak's regional rail service on-site provides convenient travel up and down the Eastern Seaboard and to southwest Virginia.

Authentic Neighborhoods with Exceptional Amenities

Authenticity is a hallmark of Alexandria's way of life.

HQ2 will enjoy all the benefits of a modern urban district, and within walking distance or a short bike ride Amazonians can experience walkable, lively, safe, family-friendly neighborhoods that have served our community for generations.













OLD TOWN

Rooted in centuries of history, King Street in Old Town is the authentic downtown that is often imitated but never duplicated. In this world-class historic shopping and dining destination Amazonians can enjoy a drink at Yappy Hour with their dog or a delicious meal at a chef-driven restaurant, and explore dozens of unique and independent boutiques. Families can spend the weekend visiting Old Town's many educational museums, active parks, and lively parades. Travel time from HQ2: 18-minute walk, 7-minute bike, 7-minute drive.

WATERFRONT

Alexandria's contemporary waterfront development provides unique access to the Potomac River and an active marina. Visitors can enjoy river views from a number of restaurants and afterwards jump on a water taxi to travel to attractions in Washington, D.C. and Maryland's National Harbor. Outdoor parks support heritage festivals, entertaining concerts throughout the year, courts for volleyball, and space to exercise your four-legged friend. Travel time from HQ2: 12-minute bike, 12-minute drive.

DEL RAY

Del Ray's Main Street is a vibrant scene of outdoor dining, arts, and live music. The weekly farmers market and frequent festivals bring together families in this tight knit, energized neighborhood. Travel time from HQ2: 15 min bike, 14-minute drive.

1,200+ acres of parkland

52 miles of bike lanes and trails

31 Capital Bike share stations

200+
independent retailers
and boutiques

2nd most
walkable city in
Virginia (walkscore.com)

3rd best
city for Millennials
in the U.S. (niche.com)









Housing Options for All Amazonians

- · Over 2,400 residential multi-family units exist and another 1,800 are in the development pipeline within the HQ2 master plan area (including affordable rental and sales units). These homes are just steps away from the proposed HQ2 site and the Eisenhower Metro station—a short walk or bike ride to all the amenities Alexandria has to offer.
- A diverse stock of existing housing options, including over 3,000 multifamily units and townhouses, exists three miles to the west of HQ2. The master plan for this area projects more than 5.5 million square feet of new residential development, including at least 500 affordable units, incorporated within mixed-income developments. Residents in western Eisenhower Avenue enjoy proximal access to the Van Dorn Metro station and the Capital Beltway, and new development is focused on creating a mixed-use, walkable neighborhood.
- Townhome, duplex, and single-family housing options are available in the established neighborhoods of Old Town and Del Ray. These options are within a 15-minute commute (or less) and are walkable to numerous neighborhoodserving amenities, parks, and schools.
- Alexandria is a short commute from neighborhoods in southern Fairfax County and Maryland's Prince George's County, which offer a variety of additional housing options for professionals and young families.

Strategic Development Partners



Perseus Realty is a real estate private equity firm specializing in commercial property investments and development of office and residential properties since 2004.

Redland Corporate Center (MD) - Developed a multi-phased office project totaling 350,000 square feet.

1110 Vermont Avenue (D.C.) - Acquired and redeveloped a 300,000 square foot trophy office building

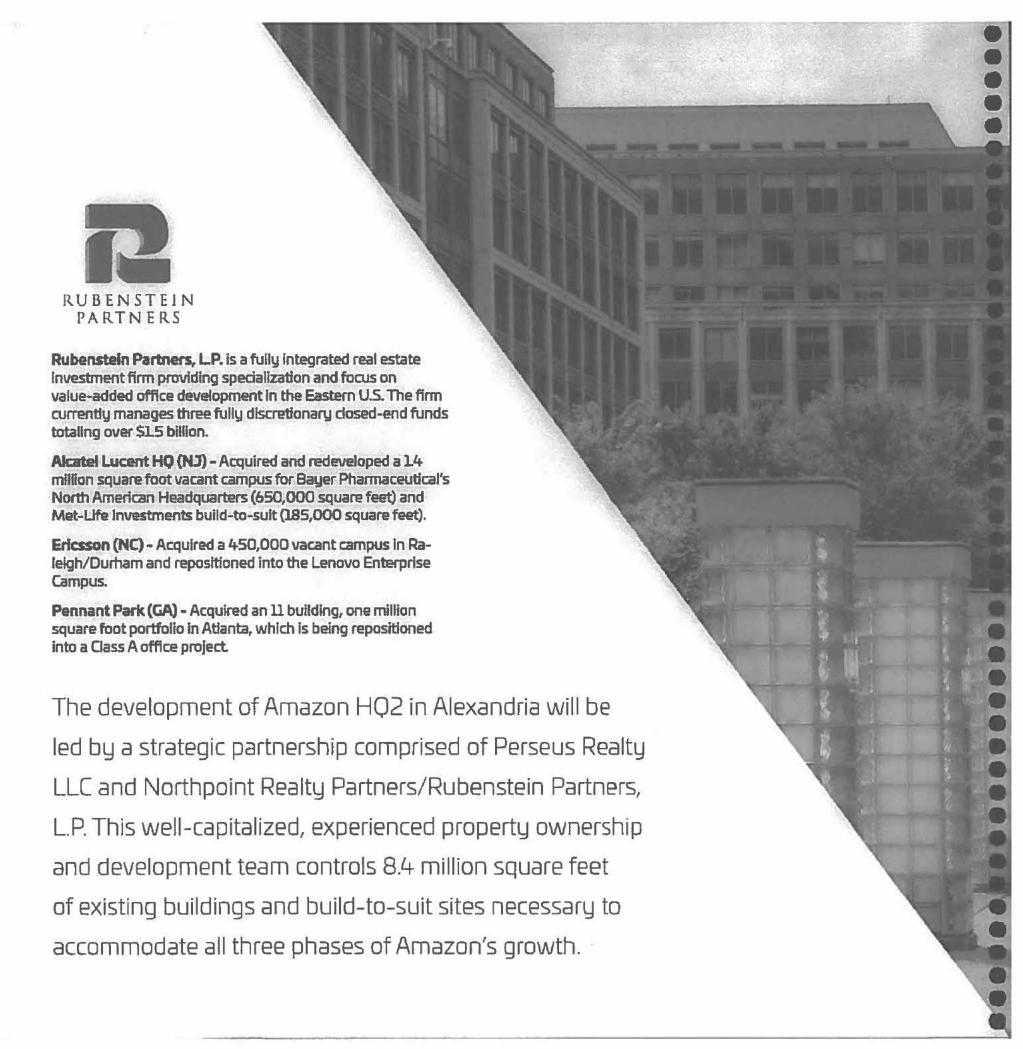
Storey Park (D.C.) – Acquired land, entitled, designed, and planned construction of a 700,000 square foot mixed-use project



Northpoint Realty Partners is a real estate development, investment and construction firm specializing in land acquisition, adaptive reuse, build-to-suit commercial, residential and industrial projects.

Successfully capitalized over \$4.5 billion and more than eight million square feet of commercial, residential and mixed-use space.

Planned and designed more than 25,000 multi-family units, 10 million office square feet, two million retail square space, and 15 million industrial square feet.





Public-Private Partnership: Worked with developer LCOR to deliver the largest General Services Administration lease-construction project in history three months ahead of schedule.

- 2.5M square-foot campus
- 15-acre facility
- Integrated retail and amenity space

The Department of Defense's Washington Headquarters Office: Achieved the project's fast-track schedule mandated by federal legislation.

- Two multi-story office towers totaling 1.75 million square feet
- Construction of a regional public transit center

A Commitment to Innovative Approaches

Developing HQ2 is about more than office space. It's a mission to build an unparalleled community that meets our shared commitment to excellence. Success will require creative thinking to address every challenge head on, no matter the complexity. We have already mobilized our team to identify long-term potential policies and projects that will benefit Amazon and the region.



Economic Structure A Focus on Optionality

The Alexandria site provides options for the Amazon HQ2 team to choose from, ranging from traditional leasing to ownership and option structures.

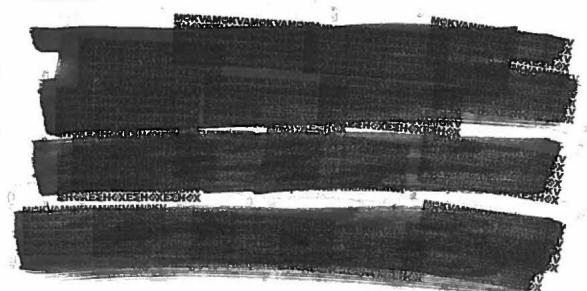
The team is guided by the principal of converting unrealized opportunities into unprecedented possibilities. For HQ2, this will be accomplished through:

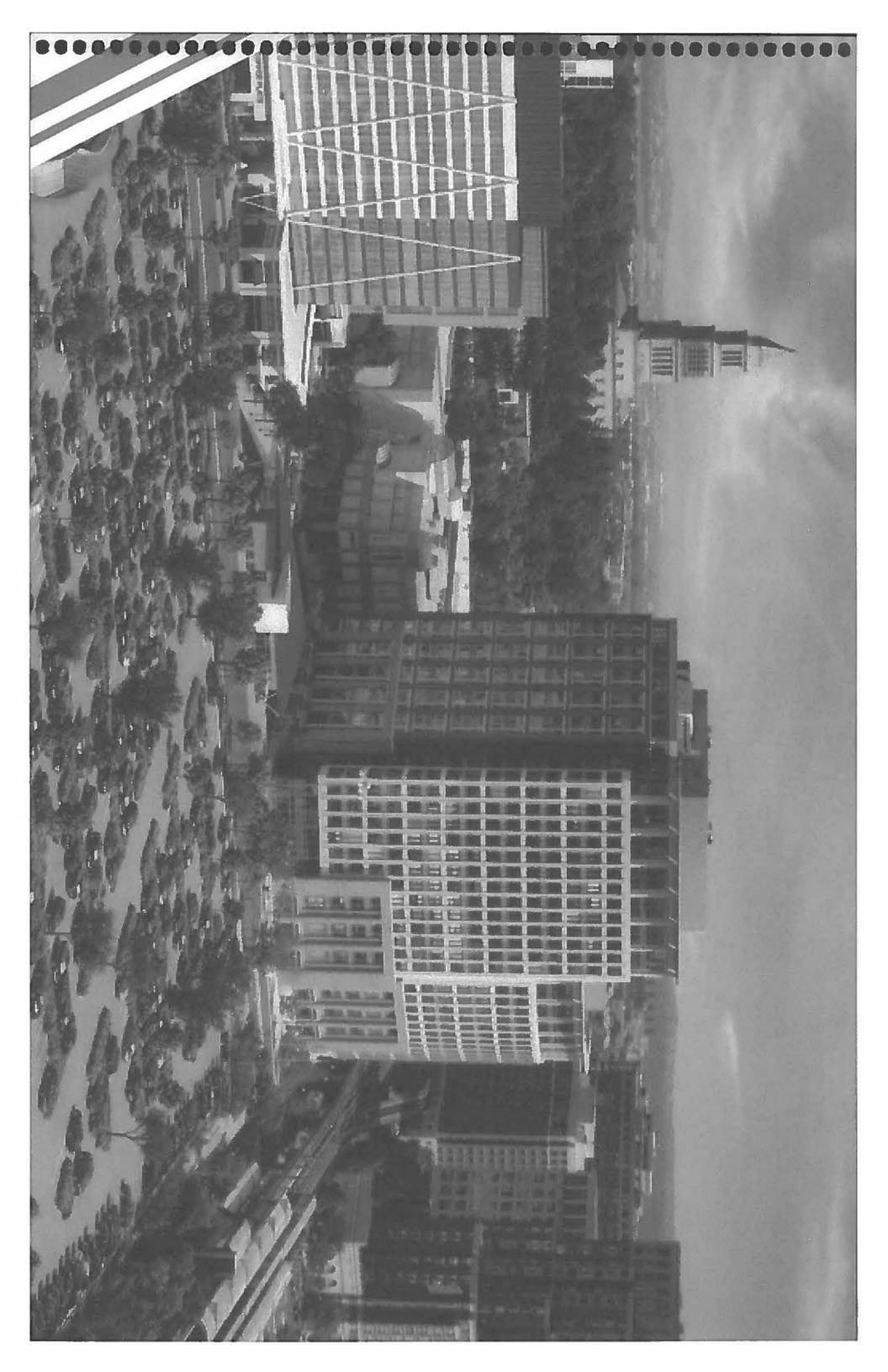
- Strong Partnership: this partnership is not just about strength in numbers. It's
 about leveraging the development team's expertise and experience to make
 Amazon's HQ2 vision become a reality. A trusted partnership will be established
 by taking a holistic approach with client engagement being a central focus
 through every step of the process.
- Expertise and Local Knowledge: collectively the team brings a wealth of
 expertise and knowledge of local markets. Relationships with Alexandria and
 experience working through the city's development process will help keep the
 project on-track.
- Optimal Flexibility: the team is committed to providing Amazon with optimal flexibility throughout the process, and using creative and innovative solutions to meet growth needs and project timelines.
- Focus on Sustainability: all existing buildings will achieve minimal LEED Silver certification and planned buildings will achieve a minimum of LEED Platinum.
 The team is also committed to implementing features to reduce energy usage/ costs and ensure Amazonians work in a healthy environment.

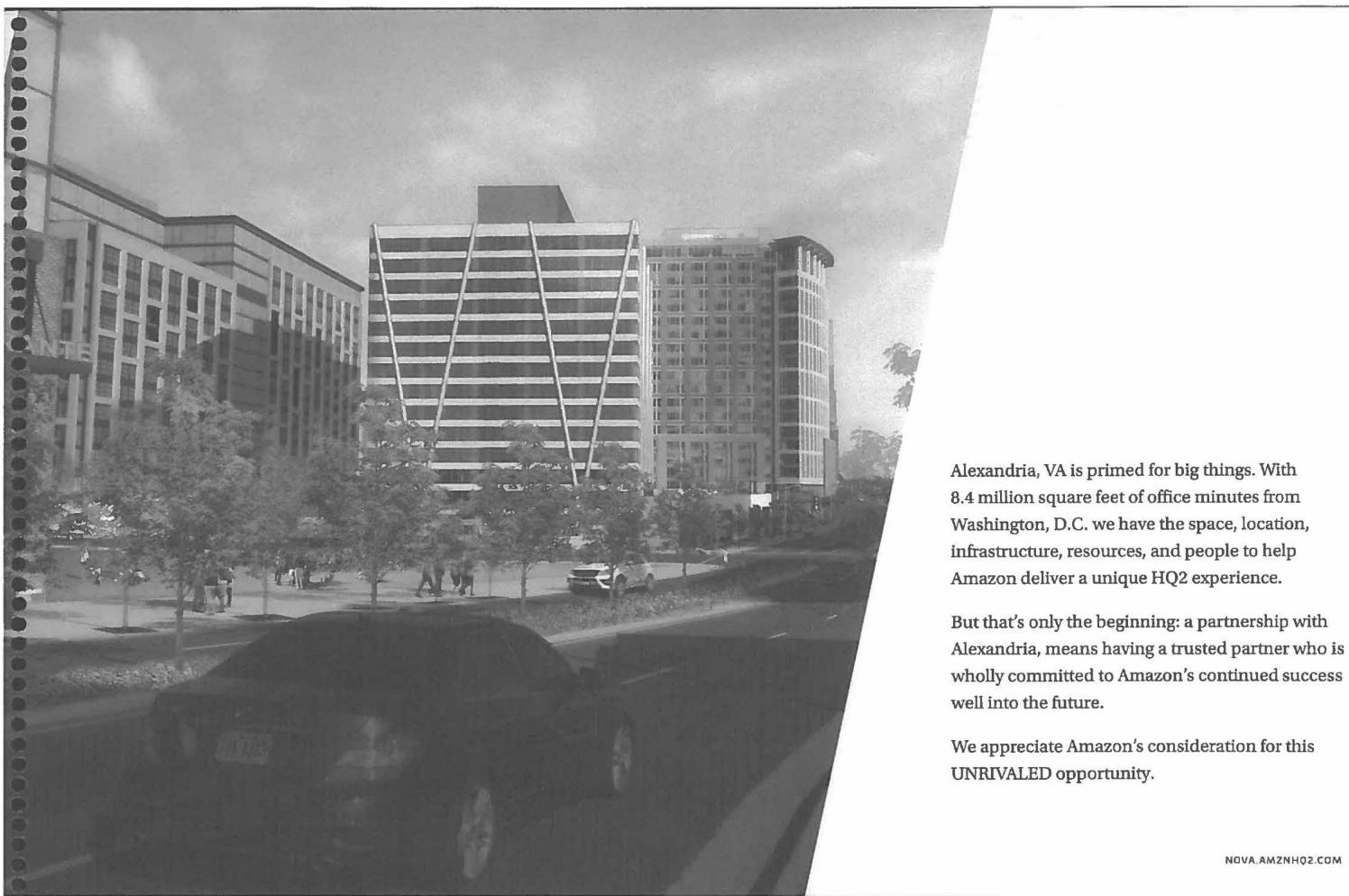
The Alexandria site provides options for the Amazon HQ2 team to choose from, ranging from traditional leasing to ownership and option structures.

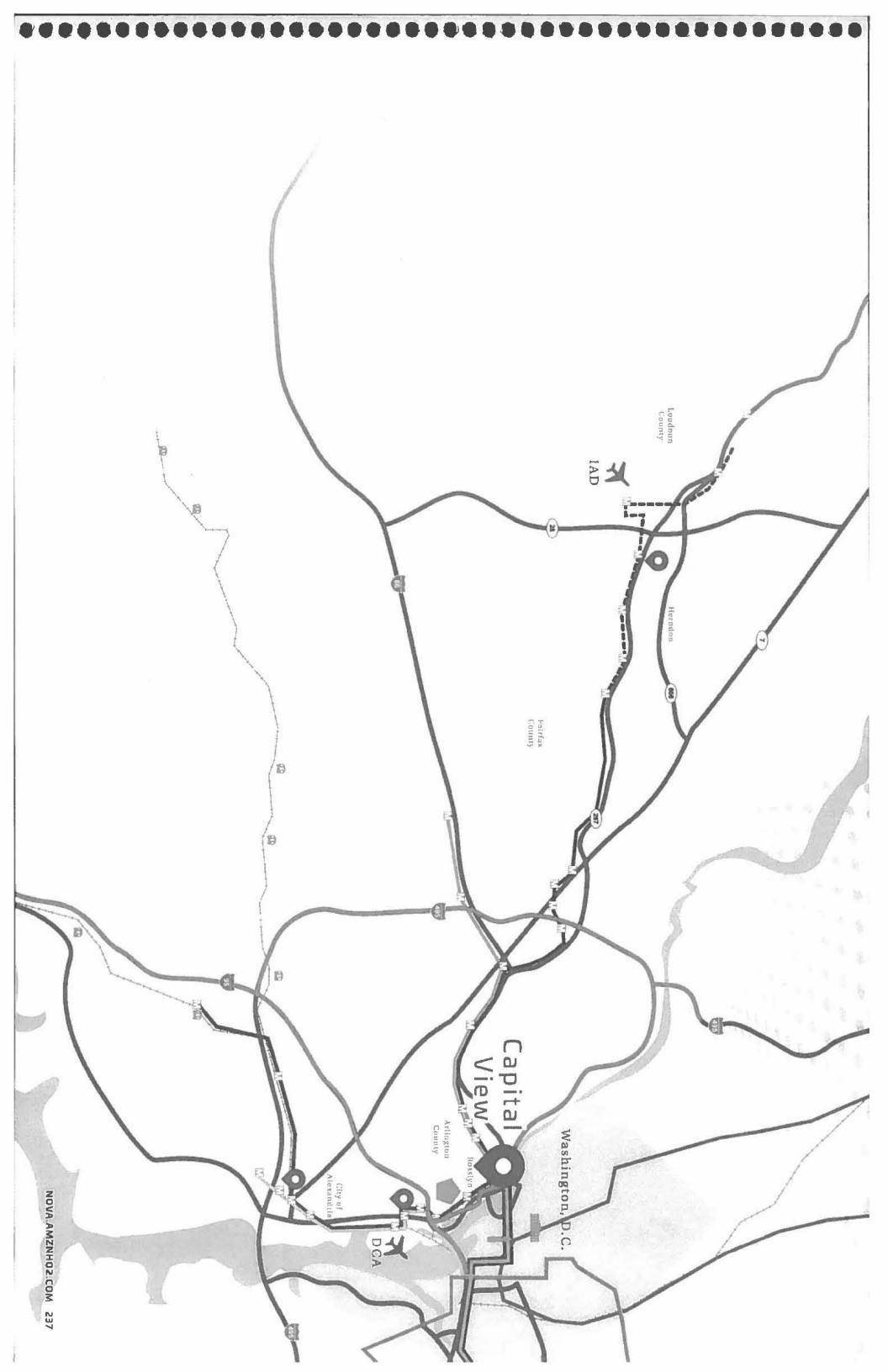
To meet the company's Phase 1 occupancy in 2019, two newly renovated LEED-silver office buildings will provide Amazon the base from which you can design, and then watch, your new campus take shape. These adjacent buildings owned by Perseus Realty LLC and Northpoint Realty Partners/Rubenstein Partners, L.P are connected by ground floor restaurants and cafes. Phase 1 office space can be leased or purchased either in a renovated shell condition or fully fitout with Amazon's tenant improvements.

A variety of options are available for transactions in Phase 2 and beyond to include, but not limited to:



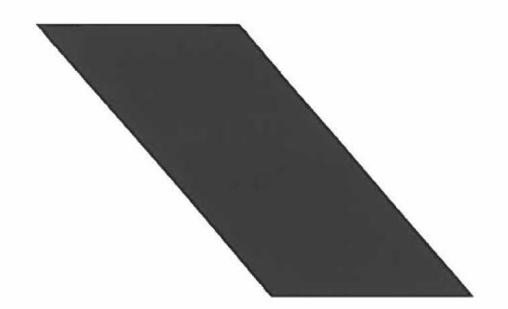






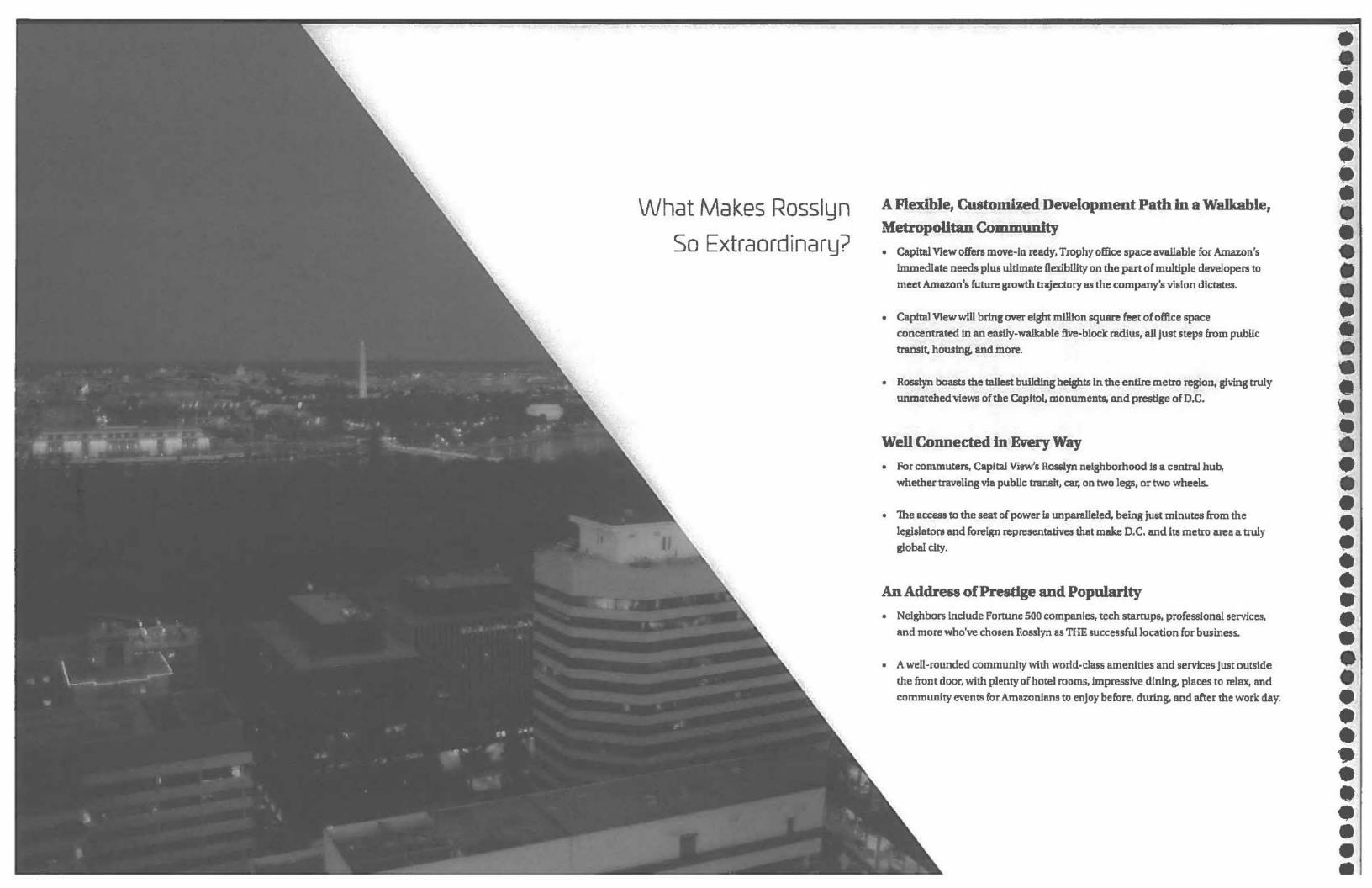
amazon.com

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Capital View

Imagine a headquarters with truly unparalleled views. A place where the world comes together. And all just steps from the power center of the United States. That's Rosslyn, Northern Virginia's world-class downtown, with the greatest concentration of jobs, housing, and activities; an important gateway to the nation's capital; a preeminent destination affording those who work there the best views of D.C.'s skyline and easy access to connections across the Greater Washington D.C. region. With the world at its fingertips, Rosslyn's Capital View is the ideal location for Amazon's new headquarters.



The Washington Metropolitan Area has been home to Graham Holdings and our predecessor company, The Washington Post Company, for nearly 150 years. Situated at the center of government, the access to the events and people who shape the world can't be beat. With one of the most educated workforces and being one of the top-ranked areas in the country for start-up companies, there is no lack of talent to power our company's growth. We particularly enjoy our headquarters in Rosslyn, VA. There is great leadership in the business community and the County is very business friendly. We have quick and easy access to Washington, D.C. We are extremely impressed by the high-quality school system in Arlington and consider our area a great place to live, work, and play. While all of the above are great, we brag most about the spectacular views from our office suite. They are the best in Virginia...amazing views of the nation's capital, Georgetown, the Iwo Jima, and Arlington Cemetery. We have it all in Rosslyn!

Tim O'Shaughnessy, Chief Executive Officer, Graham Holdings Co.

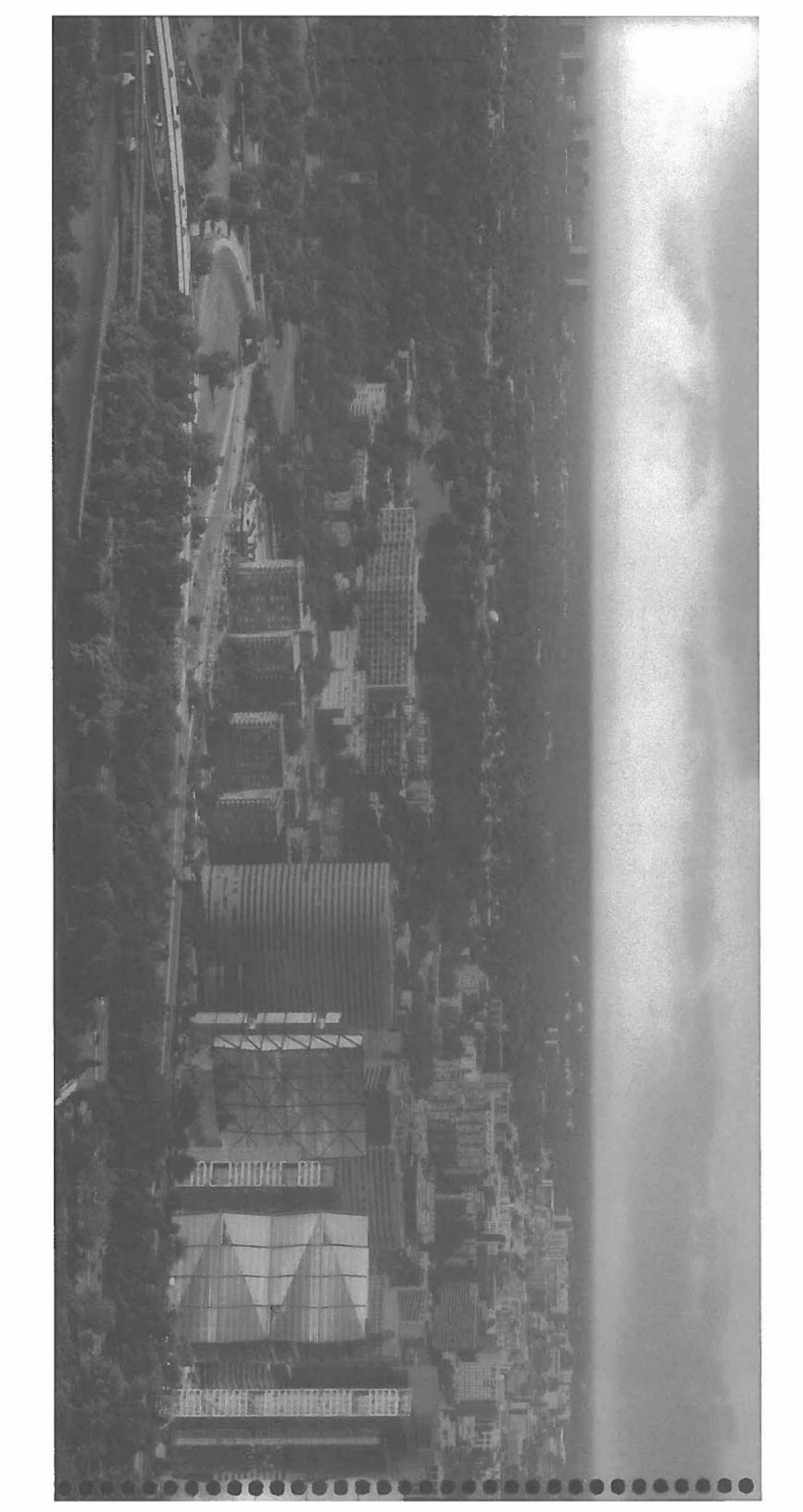
Nestlé USA carefully considered a number of locations and Arlington hit all the marks. The area offers appealing benefits for our current employees as well as a great talent pool for the future.

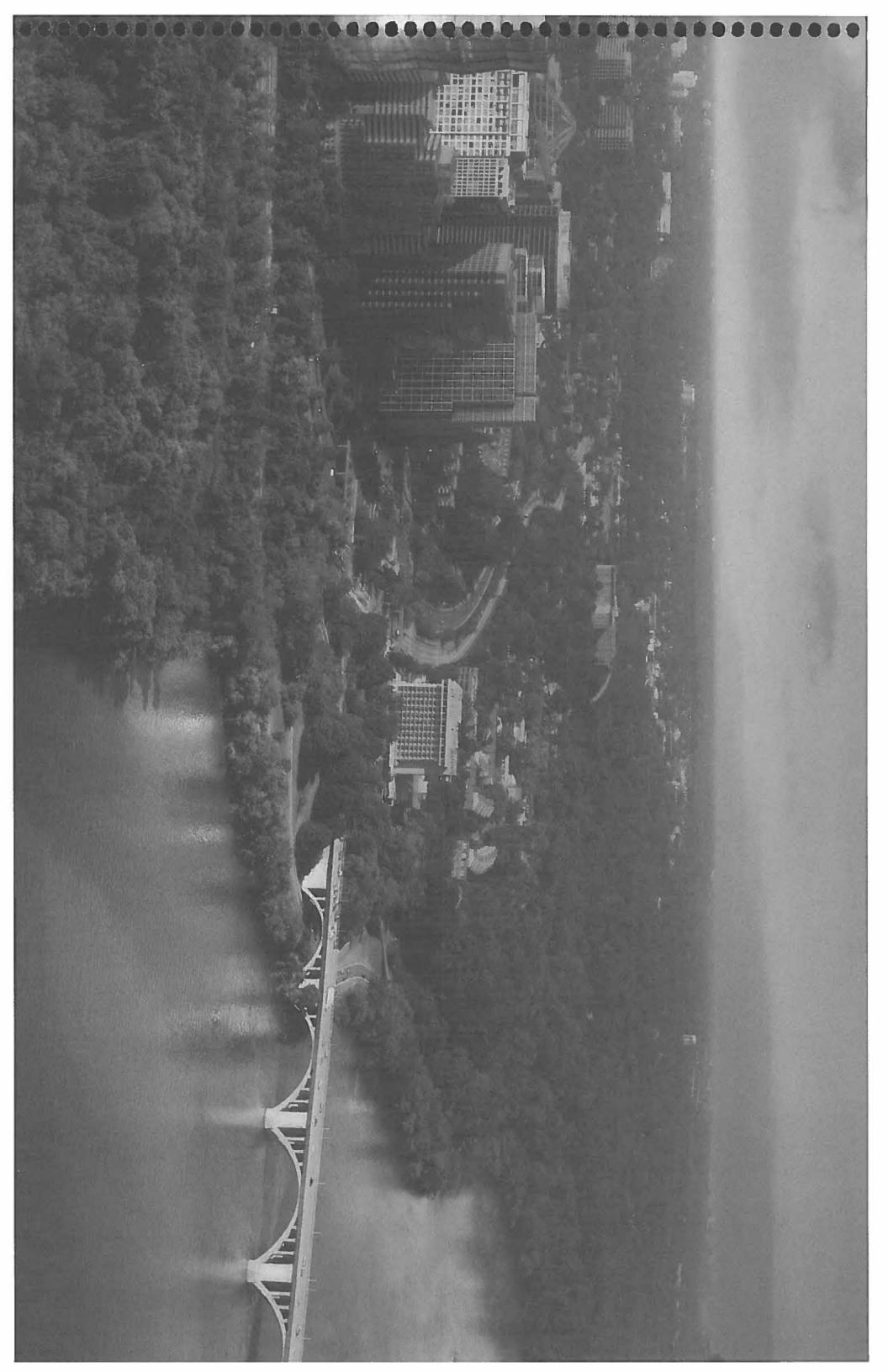
This location allows us to be closer to our business operations, our customers and other important stakeholders.

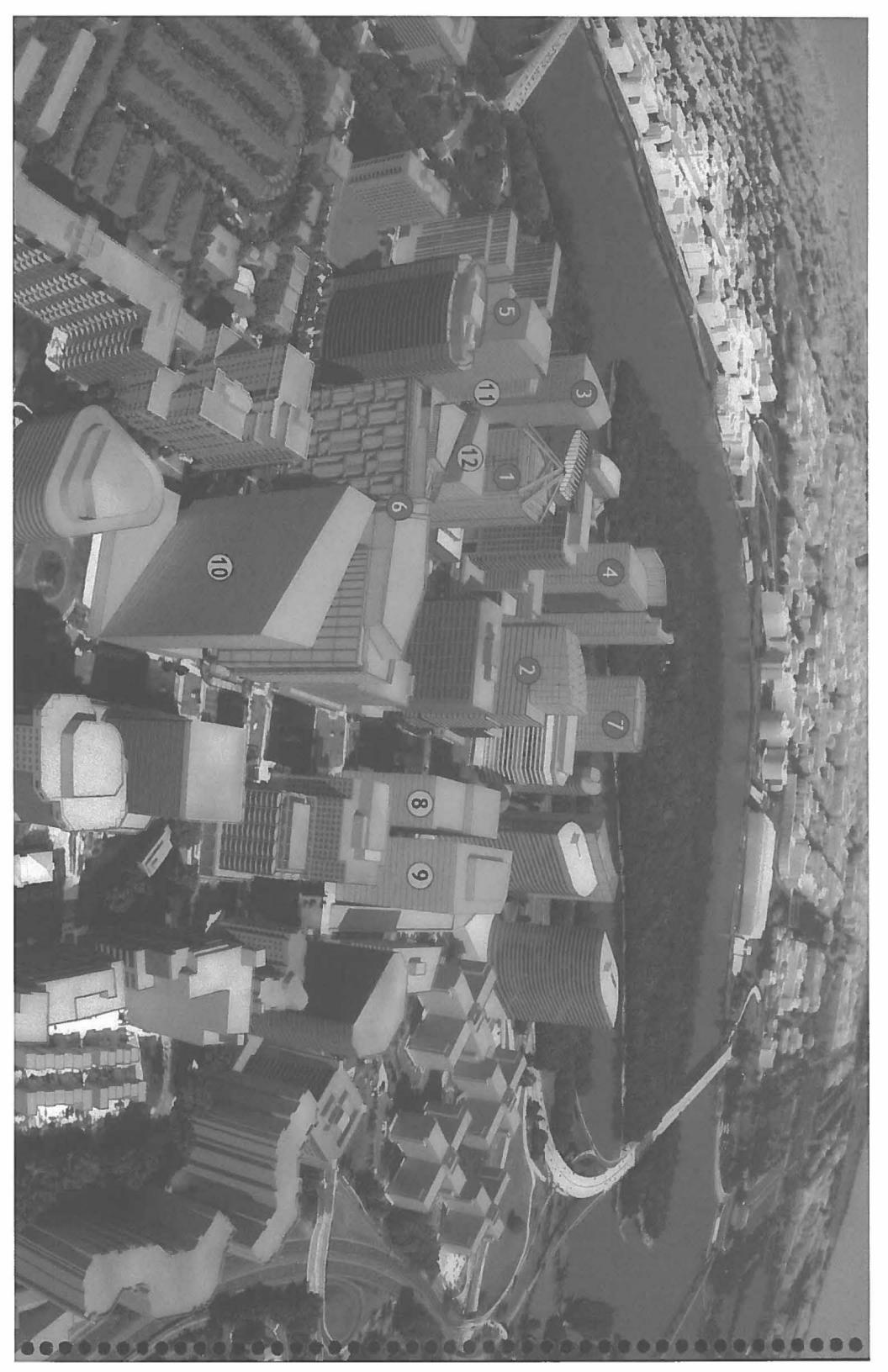
Paul Grimwood, Chairman & CEO, Nestlé USA



NOVA.AMZNHQ2.COM 241









1812 North Moore 1812 North Moore St

Leed: Platinum Site Size (Acres): 1.4 Zoning: C-O-Rossiyn Office SF: 540,000 Retail SF: 2,400 Available SF: 271,000 Parking Spaces: 480

Ownership: Monday Properties



Central Place 1201 Wilson Blvd 1200 Lynn St

Leed: Platinum(Office) Silver(Residential) Site Size (Acres): 2.0 Zoning: C-O-Rosslyn Office SF: 525,000 Retail SF: 44,270 Available SF: 258,000 Housing Units: 377 Parking Spaces: 821

Ownership: JBG Smith



Waterview 1919 N Lynn St

Leed: N/A Site Size (Acres): 2.16 Zoning: C-O-Rosslyn Office SF: 621,000 Retail SF: 7,500 Available SF: 254,000 Parking Spaces: 350

Ownership: Morgan Stanley



Rossiyn Plaza - North 1777 N Kent St

Leed: N/A Site Size (Acres): 0.94 Zoning: C-O-Rosslyn Office SF: 296,180 Retail SF: N/A Available SF: 228,000 Parking Spaces: 200

Ownership: Vornado/ Gould Property



Rosslyn Gateway 1901, 1911 N Fort Myer Dr

Leed: Platinum(Office) Site Size (Acres): 2.2 Zoning: C-O-Rosslyn Office SF: 907,000 Retail SF: N/A Available SF: 907,000 Parking Spaces: 875

Ownership: JBG Smith



1401 Wilson 1401 Wilson Blvd (Office) 1400 Key Blvd

Leed: Platinum (Office) Site Size (Acres): 21 Zoning: C-O-Rosslyn Office SF: 856,000 Retail SF: N/A Available SF: 856,000 Parking Spaces: 754

Ownership: Monday Properties



Rosslyn Plaza 19th St N, Arlington Ridge Rd, Wilson Blvd, N Kent St

Leed: TBD Site Size (Acres): 6.49 Zoning: C-O-Rosslyn Office SF: 2,573,000 Retall SF: N/A Available SF: 2,573,000 Parking Spaces: 2,168

Ownership: Vornado / Charles E. Smith, Gould Property Company



1200 Wilson Blud

Leed: N/A Site Size (Acres): 0.96 Zoning: C-O-Rossiyn Office SF: 417,448 Retail SF: N/A Available SF: 417,448 Parking Spaces: TBO

Ownership: Monday Properties

9

1701 N Ft Myer Dr

Leed: N/A Site Size (Acres): 14 Zoning: C-O-Rosslyn Office SF: S98,788 Retail SF: N/A Available SF: S98,788 Parking Spaces: TBD

Ownership: Monday Properties

(10)

1501 £ 1515 Wilson Blvd

Leed: N/A Site Size (Acres): 145 Zoning: C-O-Rosslyn Office SF: 618,000 Retall SF: N/A Available SF: 618,000 Parking Spaces: TBD

Ownership: Monday Properties

n

1901 N Moore St

Leed: N/A Site Size (Acres): 0.7 Zoning: C-O-Rossiyn Office SF: 450,000 Retail SF: N/A Available SF: 450,000 Parking Spaces: TBD

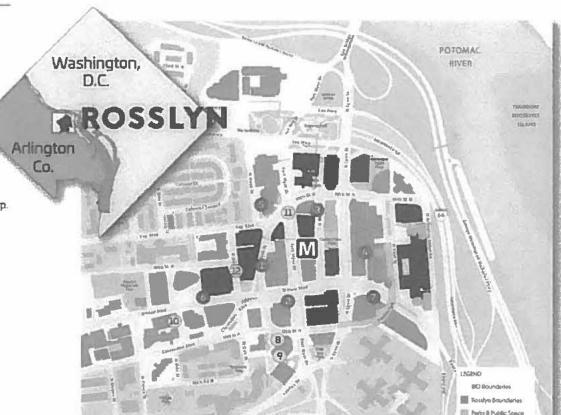
Ownership: Weissberg Corp.

(12)

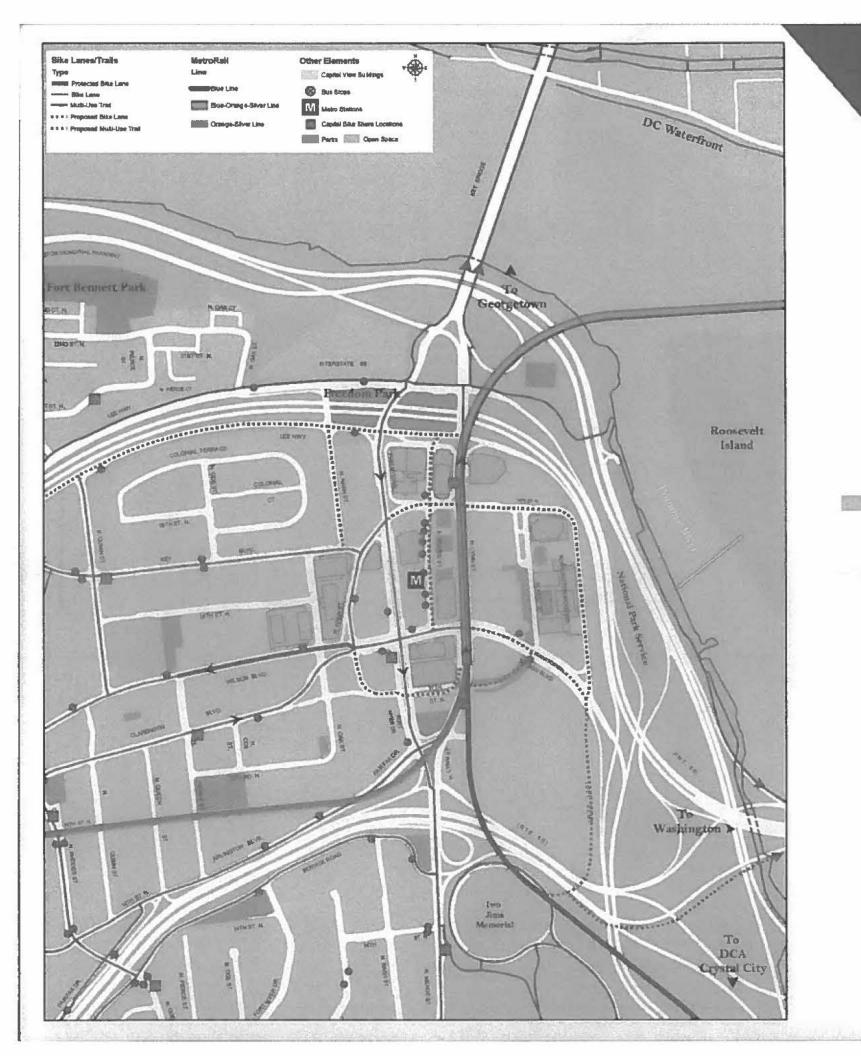
1820 N Fort Myer Dr

Leed: N/A Site Size (Acres): 1.4 Zoning: C-O-Rosslyn Office SF: 744,000 Retail SF: N/A Other SF: 744,000 Parking Spaces: TBD

Ownership: Snell Construction Corp.



The Construction



A Sustainable Community

A green community is not considered special in Rosslyn. It is part of its identity. Smart city technologies, green roofs, open spaces and LEED buildings are integral to this community's transformation. Long-range planning built around a transportation network maintains Rosslyn's character while embracing new technologies and sustainable systems. Green space alone comprises 19% of Rosslyn's geographic boundary, ranging from a 90-acre National Park site to a tiny 60-foot parklet.



Commutes

- Cyclists and pedestrians alike can utilize over seven miles of existing and planned pathways to get in and out of Rosslyn via 25 miles of dedicated two-way and scenic bike trails separated from traffic.
- Rosslyn itself is easy to get around on foot or by bike with dedicated bike lanes and walking paths throughout the neighborhood.
- Rosslyn is also home to eight Capital Bikeshare stations with nearly 100 individual docks that easily connect riders to the entire Washington D.C. metro area.

Building

- Developers in Rosslyn remain committed to ensuring that new structures adhere to the highest standards of quality, particularly those encouraging new construction to be environmentally friendly and energy efficient.
- Rosslyn has Arlington's first LEED Platinum designation for an office building and a total commitment to sustainable and thoughtful design.
- With 14 LEED certified buildings, proposed developments in the pipeline will continue this positive trend in supporting Rosslyn's commitment to sustainable and thoughtful design.

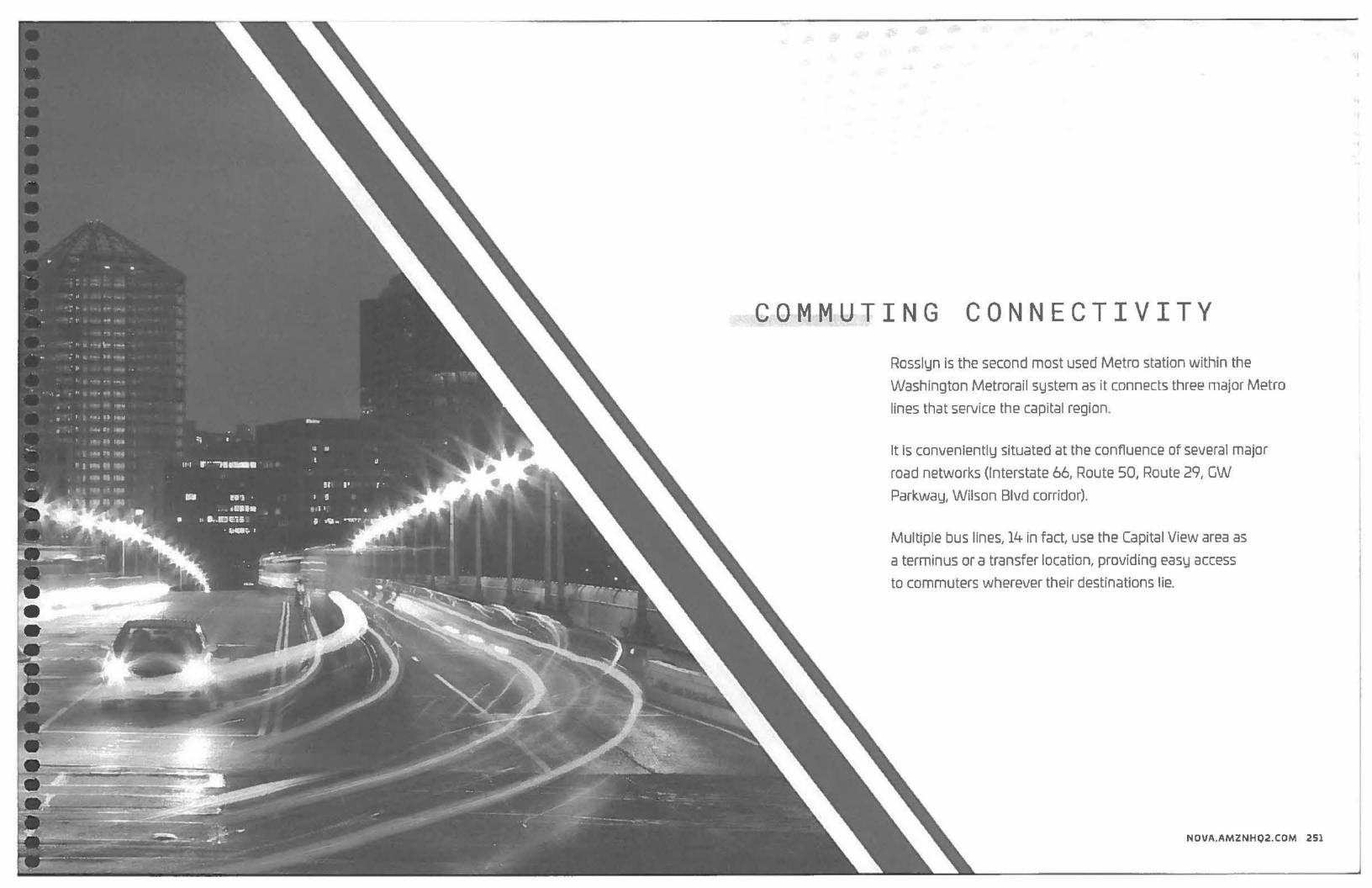
Community

- Rosslyn has implemented solar-powered trash compactors as well as recycling and trash stations in public spaces.
- Rosslyn's future development planning includes increased and improved public open space, wider sidewalks, improved bicycling facilities, and more tree cover to encourage even more physical activity, non-automobile trips, and time spent outdoors.

Steps From the Office

The Capital View offering is one of the most scenic propositions within a walkable community. The community was designed to be metropolitan, offering the highest buildings, an extensive transportation network, and access to amenities within mere footsteps. But while its address and amenities are truly cosmopolitan, Rosslyn also has a distinct downtown neighborhood vibe.



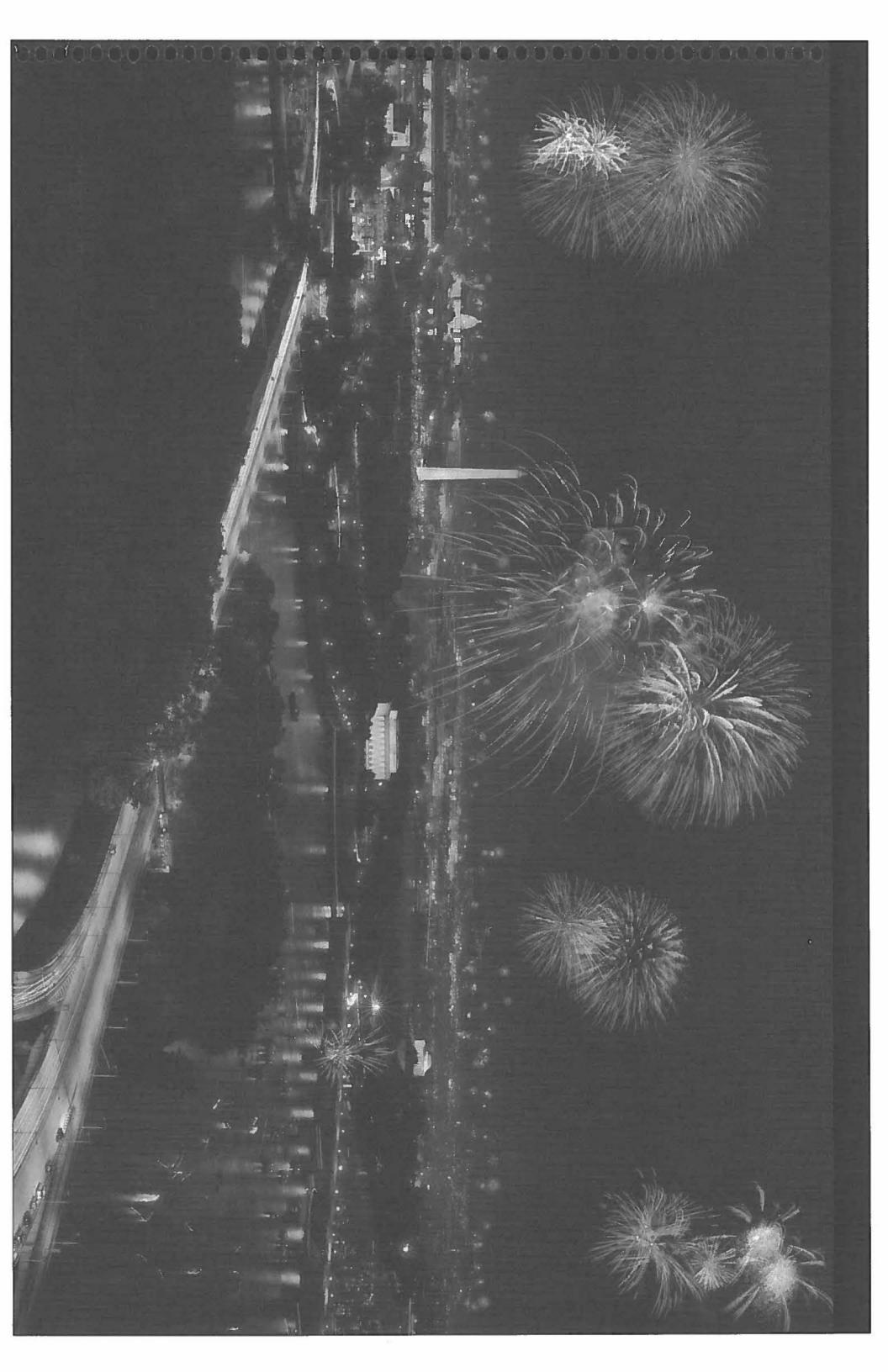


TECHNOLOGY CONNECTIVITY

Capital View is served today by all required utilities needed to support both the current buildings as well as enough capacity to serve the expected future growth. The electrical grid is a robust underground network, which has redundant capacity embedded into the network which can be provided to buildings as desired. The core development team has worked closely with the electrical provider over the last several decades to meet build-to-suit and other office tenant power needs, with many options available for office users to choose from.

There is also significant data capacity in the existing dark fiber that is served by Verizon, Comcast, and several other well-known providers. Additionally, the local jurisdictions have invested in the creation of a municipal fiber network in Capital View designed to provide high-speed internet that can power future growth, support commerce, and leverage technology to create smart urban centers. This dark fiber, high-speed dedicated network is available for buildings to connect for business use.

Capital View enjoys excellent coverage across the four major mobile carriers: AT&T, Sprint, T-Mobile, and Verizon.





HOUSING JUST STEPS FROM THE OFFICE

While at the center of power and prestige, within a three-minute walk of Capital View is a distinct community with the welcoming feel of a homey neighborhood. There are historic garden apartments, soaring high-rise condos with spectacular views, stately townhomes and single-family homes perfect for those who need a little more space. There are more than 16,500 units within less than one square mile with plans underway to add nearly 5,400 more units in the next 20 years.

No matter where you land, you are only minutes from stores, restaurants, parks, cultural offerings, transit options, and more—a vibrancy only experienced in dense urban locations with a balanced mix of residential and commercial uses.

Just a Sampling of Rosslyn's Options Include:

Colonial Village

A National Historic Site, these garden style condominiums and apartments reside in a park-like ambiance close to Metro and amenities.

Turnberry Tower

The tallest condominium on the Washington, D.C. skyline, Turnberry is exceptional, luxuriously appointed housing in the nation's "power corridor."

Lyon Village

An urban village located in a historic district, these quaint single family homes enjoy tree lined streets, grand front porches, and plenty of neighborhood parks.

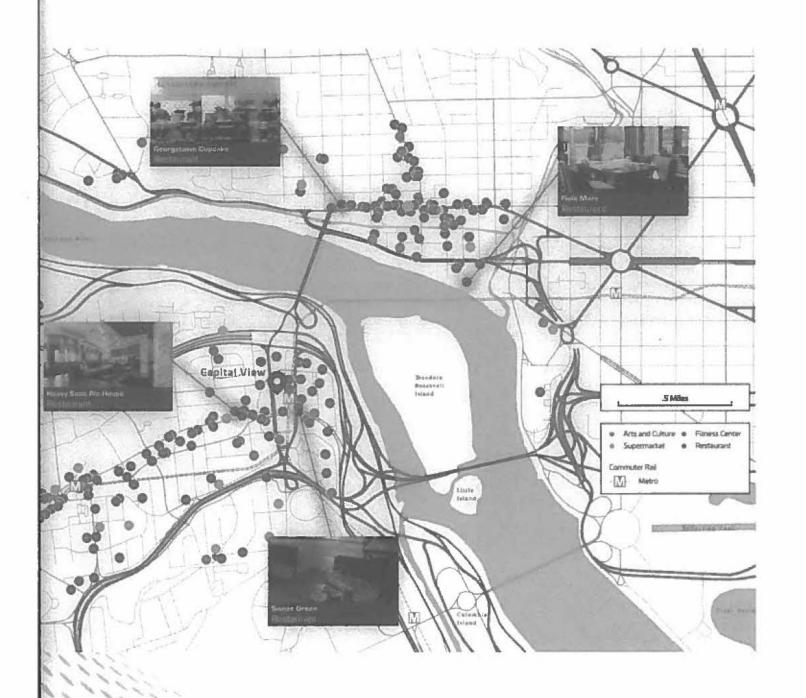
Sedona & Slate

Modern living apartments with two distinct building designs poised to complement a cosmopolitan lifestyle.

Key & Nash

Condominiums for modern visionaries; not only those who can recognize excellent design and unparalleled access, but those who can see the Rosslyn of tomorrow.





QUALITY OF LIFE

Whether you live or work in Rosslyn, the area offers more than 50 sit-down and fast-casual restaurants within easy walking distance.

While its office buildings are filled with prestige and power, right outside are opportunities for peace and play. Use a lunch break for a quick run over at Theodore Roosevelt Island or just sit and chat with friends. There are community movie nights in Rosslyn's Gateway Park, which sits on the banks of the Potomac and Dark Star Park allows for a moment of solitude and art in the midst of the bustle of the city.

And there's even more to come.

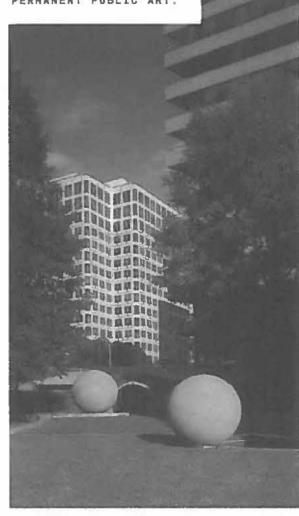
Rosslyn is not just a vibrant place for business and living. Some of the best musical acts and artists also come here to showcase their work.

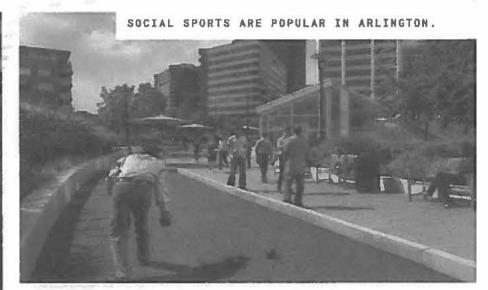
The Rosslyn Jazz Festival, held each September, is one of the region's premier musical events with Jazz headliners from around the world. Last month, this free event drew 10,000 people with jazz headliners The Soul Rebels, a New Orleans-based brass ensemble that the Village Voice called "the missing link between Public Enemy and Louis Armstrong."

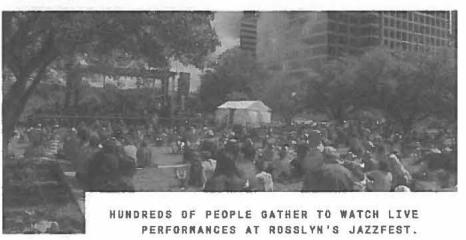
Rosslyn's unique public art installations throughout the neighborhood are considered some of the most well-known in the nation.

Each season brings unique and free programming in Rosslyn, ranging from yoga classes to fall music performances, and holiday markets. Year round, you are literally steps away finding live music at Rosslyn's many bars and restaurants.

NANCY HOLT'S INTERNATIONALLY ACCLAIMED DARK STAR PARK WAS ARLINGTON'S FIRST PIECE OF PERMANENT PUBLIC ART.









A Hop, Skip, and a Jump Away

With all there is to see and do, you may never want to leave your new home. But a Capital View location puts Amazon literally at the center of one of the most accessible transportation networks in the nation. Convenience is key when handling travel for employees and consumers, and this is where you want to be. After all, in Rosslyn you're just...

Three miles to Reagan National Airport

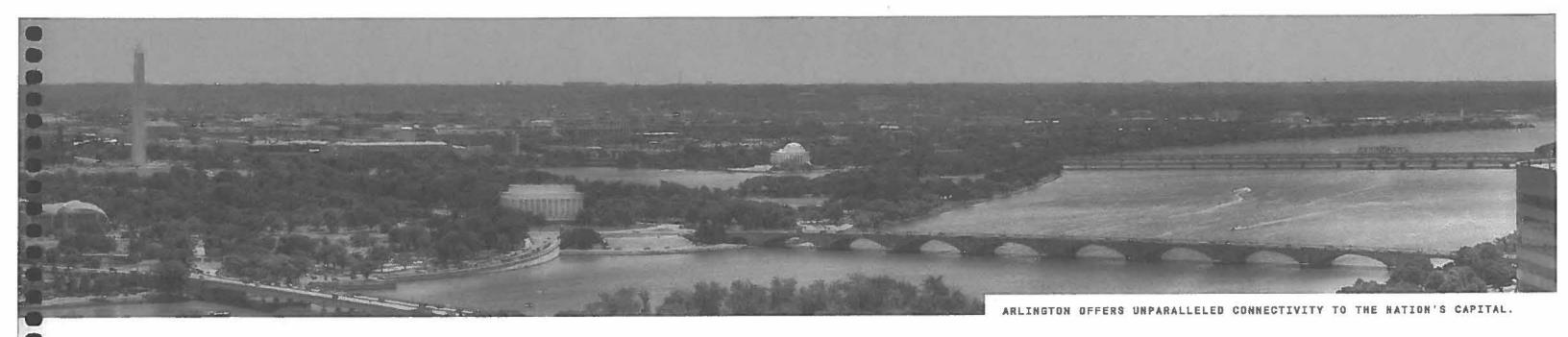
- Five minutes by car
- Ten minutes by Metro

Four miles to the U.S. Capitol building

24 miles to Washington Dulles International Airport (IAD)

• Direct Metro access from Rosslyn to IAD will be complete by 2020

We've already outlined the 16,500 housing units within a five-minute walk of Capital View that includes garden apartments, high-rise condos with spectacular views, and single-family homes along tree-lined streets. Expand that to just a two-mile radius and the opportunities grow further with an additional 39,000 housing units in Arlington's urban suburbs as well as Georgetown in the District.



As Rosslyn's office and residential development continues to grow, so does the plethora of things to see, do, and experience, with everything from casual dining to white table restaurants, and there's never a shortage of happy hours. There's even more nearby...

Clarendon

Bikeable in less than 10 minutes, the Clarendon neighborhood serves as one of Arlington's nightlife destination. Notable recent openings include a microbrewery/coffee shop/upscale pub, Heritage Brewing, as well as the consistently packed Ambar, which offers unique dishes from Serbia and surrounding Balkan countries. Additionally, Green Pig Bistro's head-to-tail cooking landed it a place on Washingtonian Magazine's Top 100 Very Best Restaurants in 2017 list.

Georgetown

The region's iconic dining and shopping destination, Georgetown is a quick hop across the bridge by bike (two minutes) or by foot (seven minutes). A nationally-designated historic district, Georgetown is home to boutique-lined streets and distinguished architecture along with 150 dining options including multiple restaurants that earned spots on Washingtonian Magazine's Top 100 Very Best Restaurants in 2017 list (1789, Chez Billy Sud and Fiola Mare, to name a few). In an ever-changing retail landscape, Georgetown remains a perennial favorite that delights visitors from around the globe.

Weekend Warriors

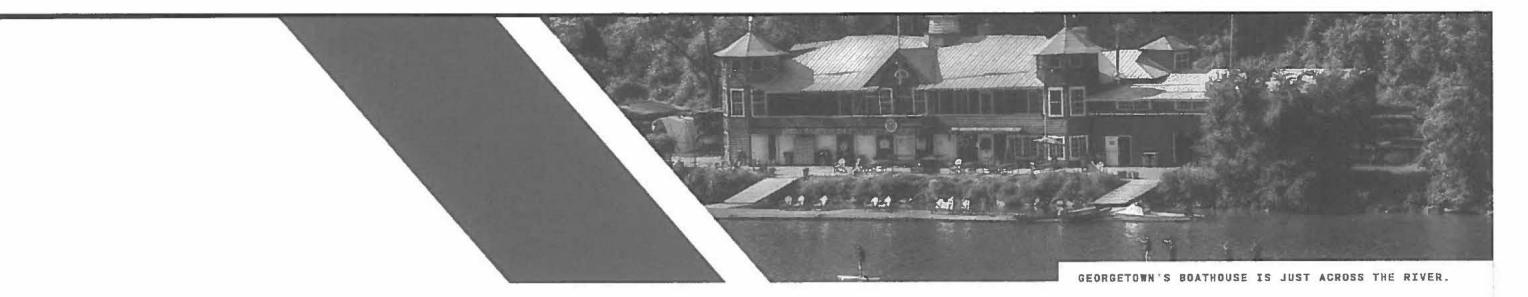
With all this convenience and prestige of a Rosslyn address, Capital View also provides plenty of opportunity for weekend pursuits.

From outdoors to arts, the possibilities are truly limitless.

YOGA IN THE PARK OFFERS A BREAK AT LUNCH TIME.

For Cyclists

- Check out the Mount Vernon Trail, an 18-mile trail that hugs the banks of the Potomac from Rosslyn
 to George Washington's Mount Vernon Estate and offers wonderful views of the Potomac and D.C.
 monuments (it's THE best place for an unobstructed view of D.C.'s famous cherry blossoms).
- Travel the Custis Bike Trail to Arlington's Shirlington Village, where live music and open mic nights
 abound at the unique Busboys & Poets, all fresco dining is plentiful for a night out with friends and
 theatergoers can experience spectacular performances at the Tony Award-winning Signature Theatre.
- From Shirlington, pick up the Washington & Old Dominion Trail, a repurposed rail trail that heads west for 45 miles into the Virginia countryside. Numerous breweries and restaurants will greet you along the way, not to mention many of the suburban communities where Amazonians may choose to live.



For Water Enthusiasts

- Take a stroll or a ride just across the river to Georgetown's Boathouse, where plenty of kayaks and canoes are available for rental.
- Already a boat owner? Slips are available at the Marina at Georgetown for a waterfront dinner after a day out on the water.

For Sports, Arts, and Culture

- The John F. Kennedy Center for the Performing Arts, just across the river and viewable from
 Capital View, is home to everything from the Washington National Opera to major Broadway
 shows (Hamilton makes its debut in 2018), comedic acts, dance performances, and more. Side
 note: there are free performances every single day at the Kennedy Center's Millennium Stage.
- It's just a short bike or Metro ride to D.C.'s famous National Mall and the 19 free museums of the Smithsonian. Discover everything from fine art and architecture to dinosaurs and rare jewels.
 You can even take a day to see Julia Child's kitchen or hang out with the famous giant pandas.
- Sports fan? You're only minutes from Nationals Park, Capital One Center, or FedEx Field to cheer any of the D.C. major sports teams to victory.
- Head just across the river to the new MGM Casino at National Harbor to try your luck or just hobnob with the high rollers.

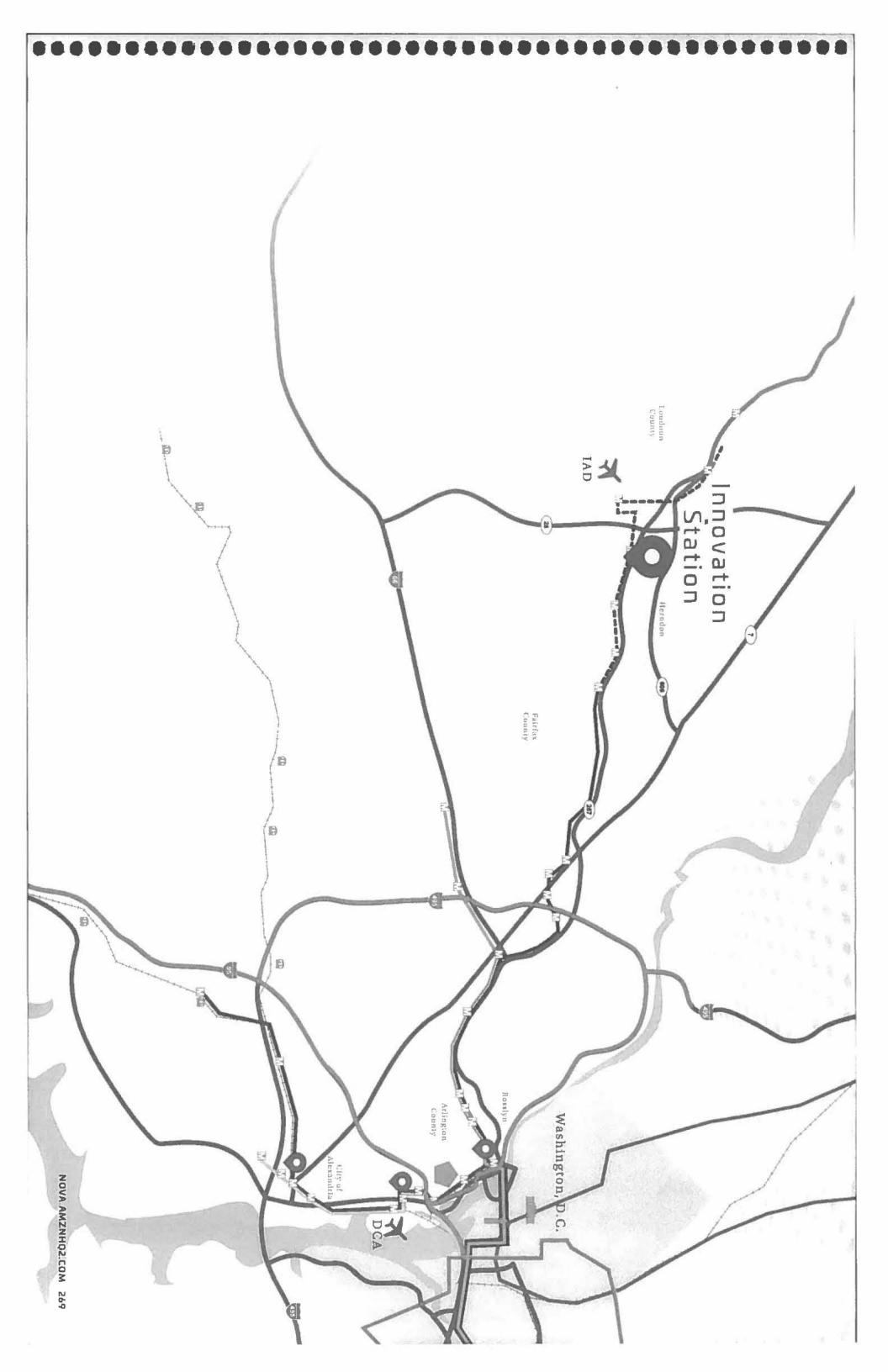
Community Benefits

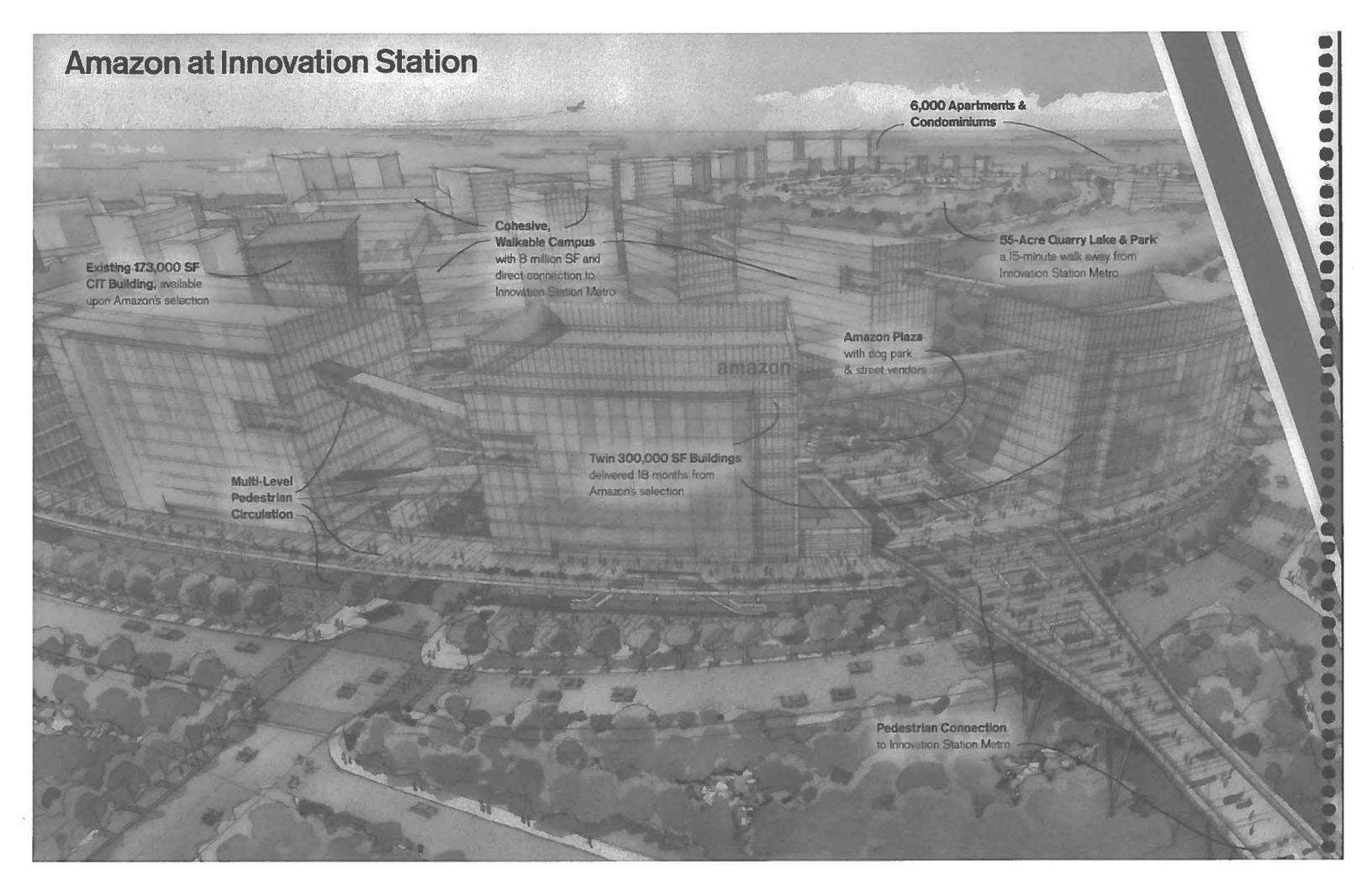
This safe neighborhood is kept safer through quick response times, mutual aid agreements among public safety officials, ongoing community outreach initiatives, and highly trained staff.



- First responders embrace technology and have a robust social media presence to keep the community continually informed of public safety messages.
- Capital View has a large presence of non-profit associations that help create a tightknit community fabric with involved citizens, active volunteers, and opportunities to give back and get involved.
- Capital View is lucky to have the Rosslyn Business Improvement
 District (BID) tasked with improving the quality of life and increasing
 amenities for workers and residents alike. The Rosslyn BID regularly
 hosts popular events like outdoor beer gardens, food truck events,
 fitness classes, and music festivals to engage the neighborhood.
 The staff is a resource to Amazon HQ2 to ensure that workers
 are integrated and active in the neighborhood.





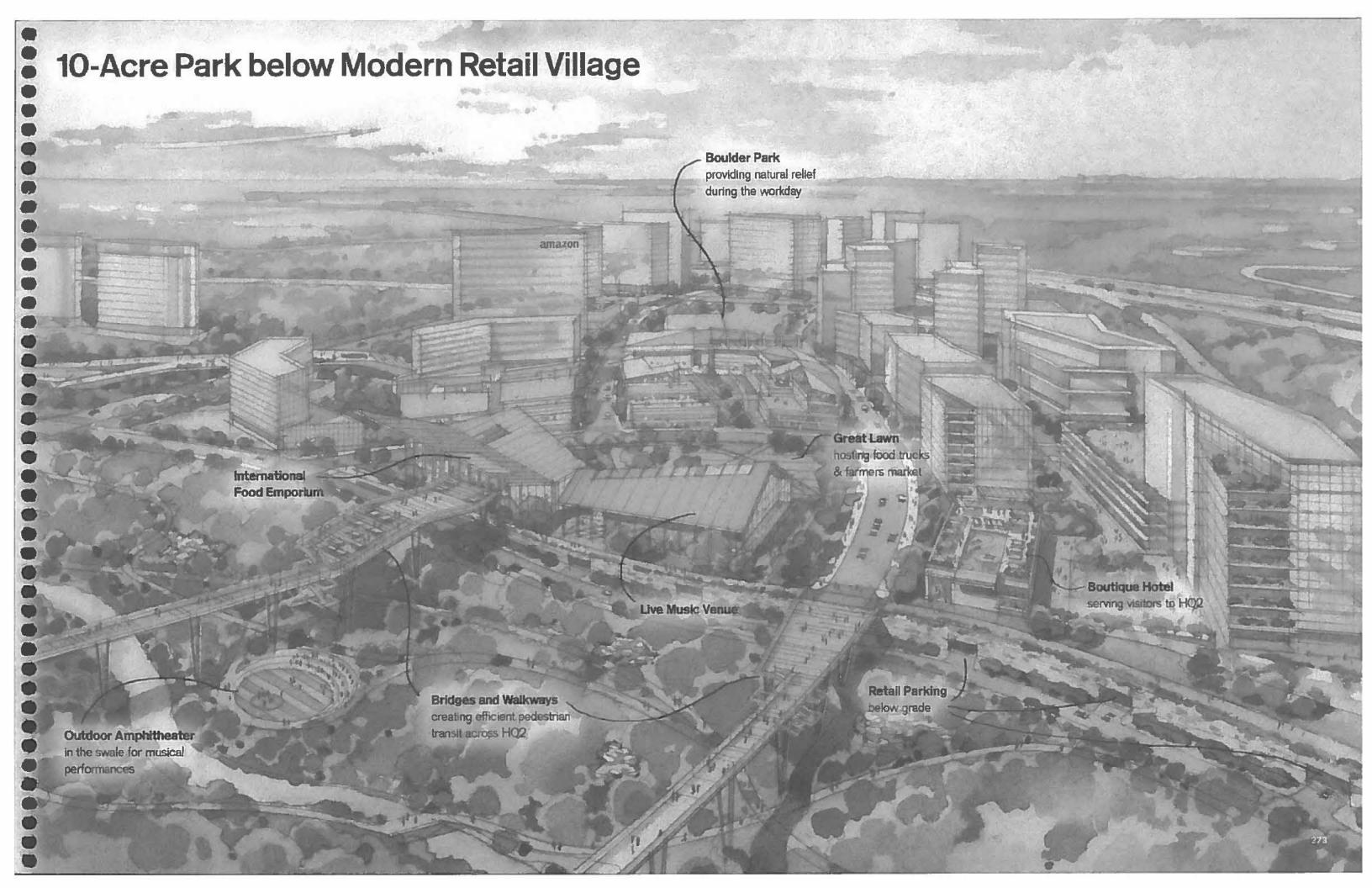


Welcome to Amazon at Innovation Station

Innovation Station is located at the nexus of transportation and technology infrastructure straddling the boundary of Loudoun and Fairfax Counties in Northern Virginia. The site presents Amazon with a singular opportunity to build HQ2 on an extraordinary 338-acre property with rare natural features, comprehensive transportation access, and numerous strategic proximities. The site is the largest, Metro-connected, greenfield development site remaining in the most important growth corridor of the D.C. region.

The unique scale and character of this property presents a limitless palette for blending urbanism with nature. Amazon at Innovation Station can be a remarkable and pioneering display of a new kind of urbanism, in which the most dynamic elements of big city life are woven into a sustainable tapestry of water, forest, and distinctive geology. Bustling street life, 6,000 residences, multiple retail districts, unique hotels, and iconic entertainment venues can stand against the backdrop of a 55-acre quarry lake, a 10-acre park, dramatic boulder ridges, and many miles of walking, biking, and nature trails. Leaving no important commercial or human need unsatisfied, our site offers Amazon an incomparable canvas on which to design a second headquarters from scratch, with few constraints, and every meaningful option on the table.

Amazon Offices Overlooking Quarry Lake & Park Amazon Offices enhanced by quarry views 6,000 Apartments for Amazonians who can conveniently walk to work Amazonians talking through problems along HQ2's many walking paths Deep Water Quarry Lake & Park supporting sustainability and inspiring Amazonians to live close to work



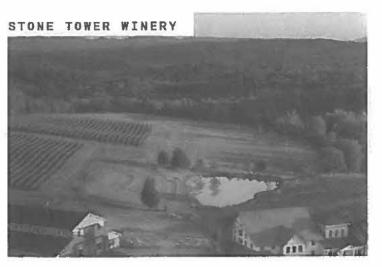
CLOSE PROX. TO AMAZON DATA CTRS 1.5 MILES TO WAOD TRAIL 9 MILES TO GREAT FALLS ROUTE 608 OLD OX ROAD 15 MILES TO WINE A HORSE COUNTRY 338 ACRES 19 MILES TO LEESBURG, VA 14 MILES TO TYSONS 25 MILES TO WASHINGTON D.C. DULLES ACCESS ROAD X

An Ideal Location

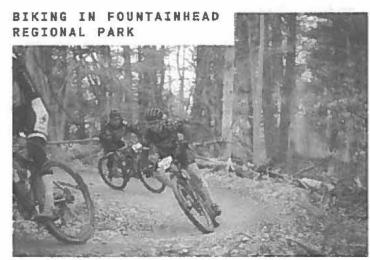
Located 25 miles west of downtown Washington, D.C. and 14 miles from Tysons Corner, our site connects directly to the WMATA Silver Line Metro at Innovation Station, just one stop away from Dulles International Airport. Positioned directly across from the airport's entrance at the intersection of the Dulles Toll Road and Route 28, the site enjoys exceptional visibility from ground and air. Close-proximity to the East Coast campus of Amazon Web Services and numerous Amazon data centers further amplifies the site's strategic value.

Just beyond the borders of our site, lifestyle amenities abound. Amazonians can enjoy a day of hiking in the foothills of the Blue Ridge Mountains as easily as they can take a 40-minute Metro ride into the vibrant heart of our nation's capital. The urban centers of Reston Town Center and Tysons are only a few stops away; and 15 miles west lies the Town of Leesburg and the bucolic landscape of Loudoun County, home to numerous wineries, distilleries, breweries, and horse farms. Surrounding the site is an expansive regional network of parks and trails—ideal for biking, hiking, and other engagements with nature.

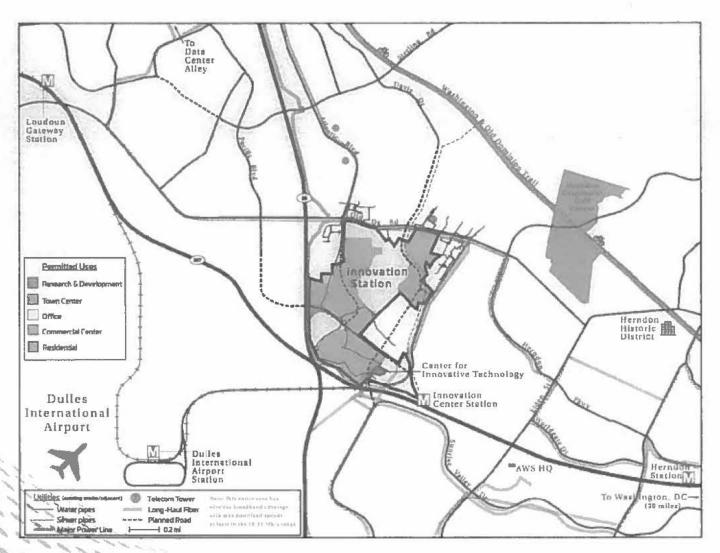




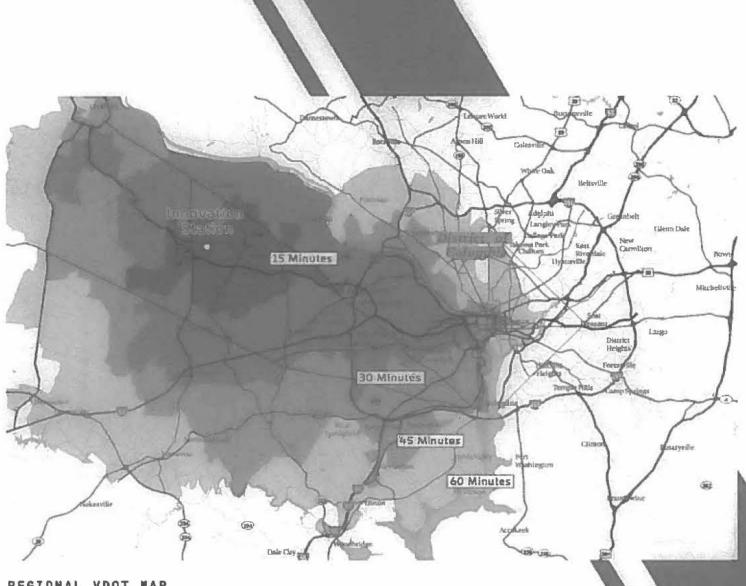




Site Connectivity Maps



SITE UTILITIES AND ZONING MAP

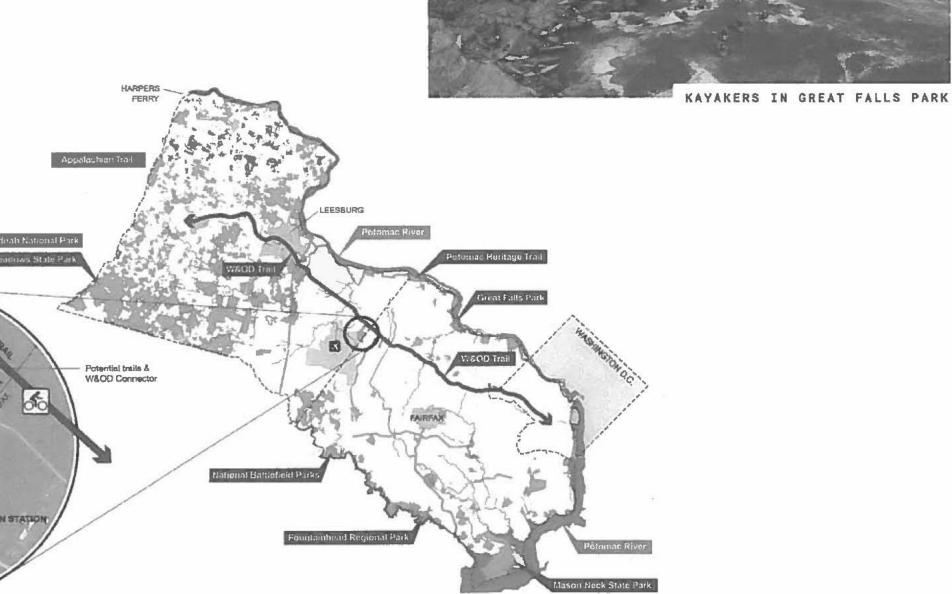


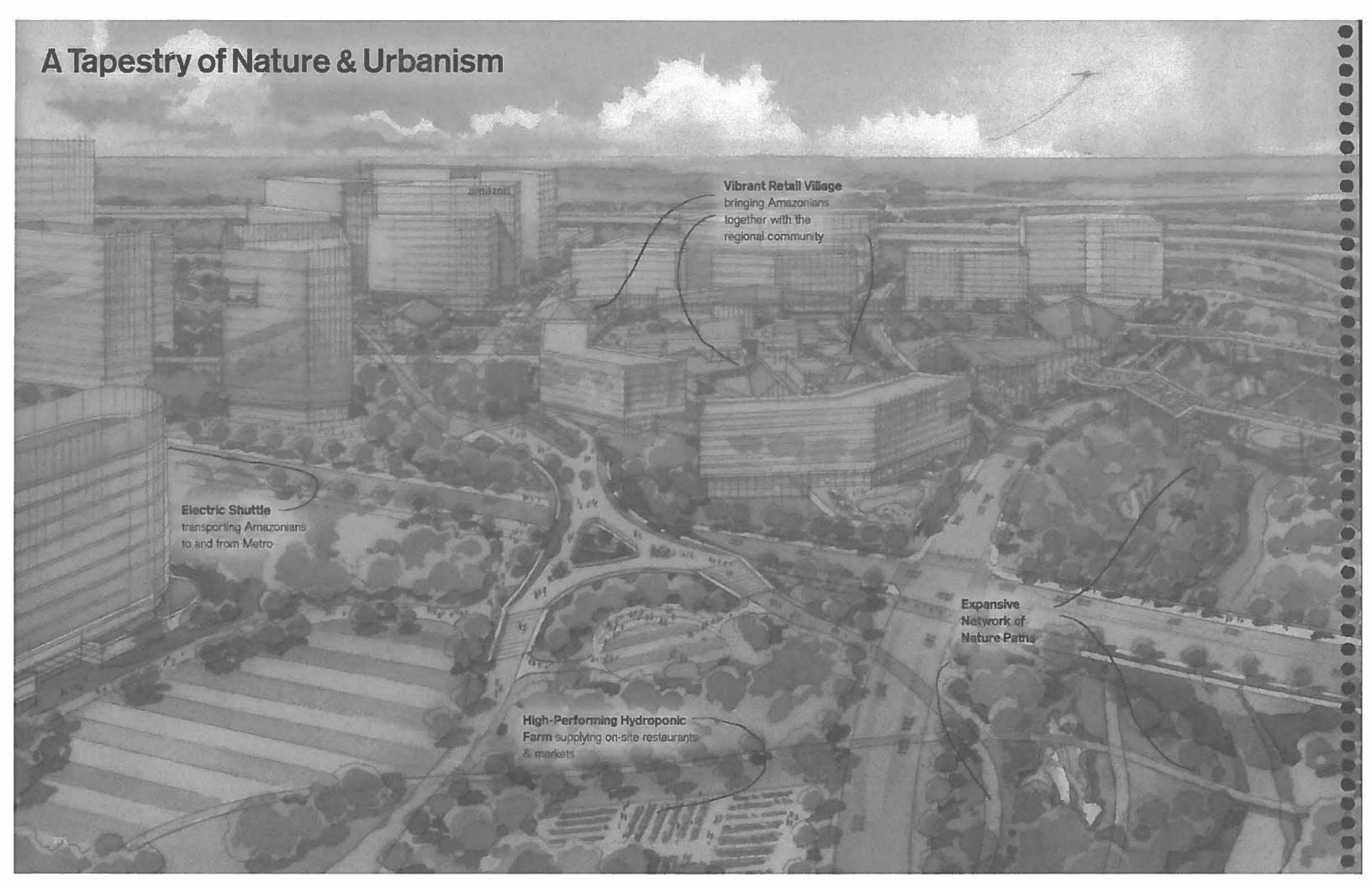
REGIONAL VDOT MAP

Innovation Station benefits from a strong fiber network, existing utility connections, high-speed wireless broadband, and full coverage by all major cellular carriers.

Innovation Station Regional Parks and Trails Map

The site will be connected to the W&OD Trail, a 45 milelong, multi-use path between the Shenandoah foothills and Washington D.C. that functions as a major recreational and commuter space for the region. The connection will link the site to an expansive network of parks, regional greenways, open space trails, and stream corridors that supplement traditional transportation routes and provide access to a broad range of cultural destinations, recreational activities, and engagements with nature.





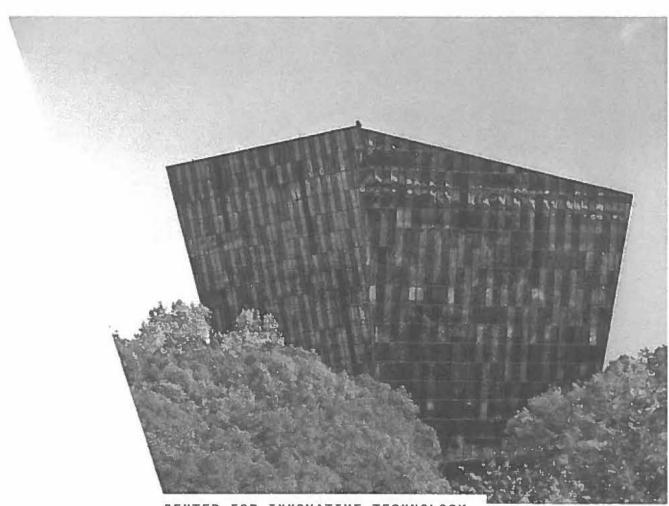
Development and Planning Concepts

How Innovation Station Directly Meets the Needs of HQ2

Innovation Station is being presented to Amazon as a public-private partnership between the property owner, Fairfax County, Loudoun County, and the Commonwealth of Virginia. To efficiently satisfy the needs of HQ2, Loudoun and Fairfax Counties have created a dedicated project management team made up of staff from both jurisdictions. This team has already begun to work on planning, transportation, and economic development issues related to HQ2; and it will ensure that the site planning process—including approval of any zoning change requests—allows Phase I to be delivered within 18 months of Amazon selecting Innovation Station. Furthermore, the Innovation Station partnership is prepared to let Amazon choose from a broad range of development structures—all grounded in market pricing—so that Amazon enjoys optimal flexibility when constructing its real estate strategy for HQ2.

As the following master plan concepts illustrate, our site at Innovation Station contains 338 contiguous acres endowed with special natural features that create many successful planning options to accommodate 8 million square feet of Amazon office space alongside 6,000 residential housing units, multiple retail and entertainment districts, hotels of different types, numerous parks, and miles of walking and biking trails. Amazon's initial requirement of 500,000 square feet will be met through new construction of two 300,000 square foot buildings that connect directly to the Innovation Station Metrostop and serve as a prominent gateway to the project.

After Phase I, Amazon's progressive expansion is envisioned to create a cohesive yet diverse campus that unfolds through a variety of natural and urban settings. Notably, the master plans contemplate preservation of our site's only existing building—the iconic, 173,000 square foot Center for Innovative Technology (CIT)—which can be vacated, renovated, and delivered to Amazon promptly after our site's selection.



CENTER FOR INNOVATIVE TECHNOLOGY

Masterplan Concept A

Housing Around Quarry Lake (6,000 units)

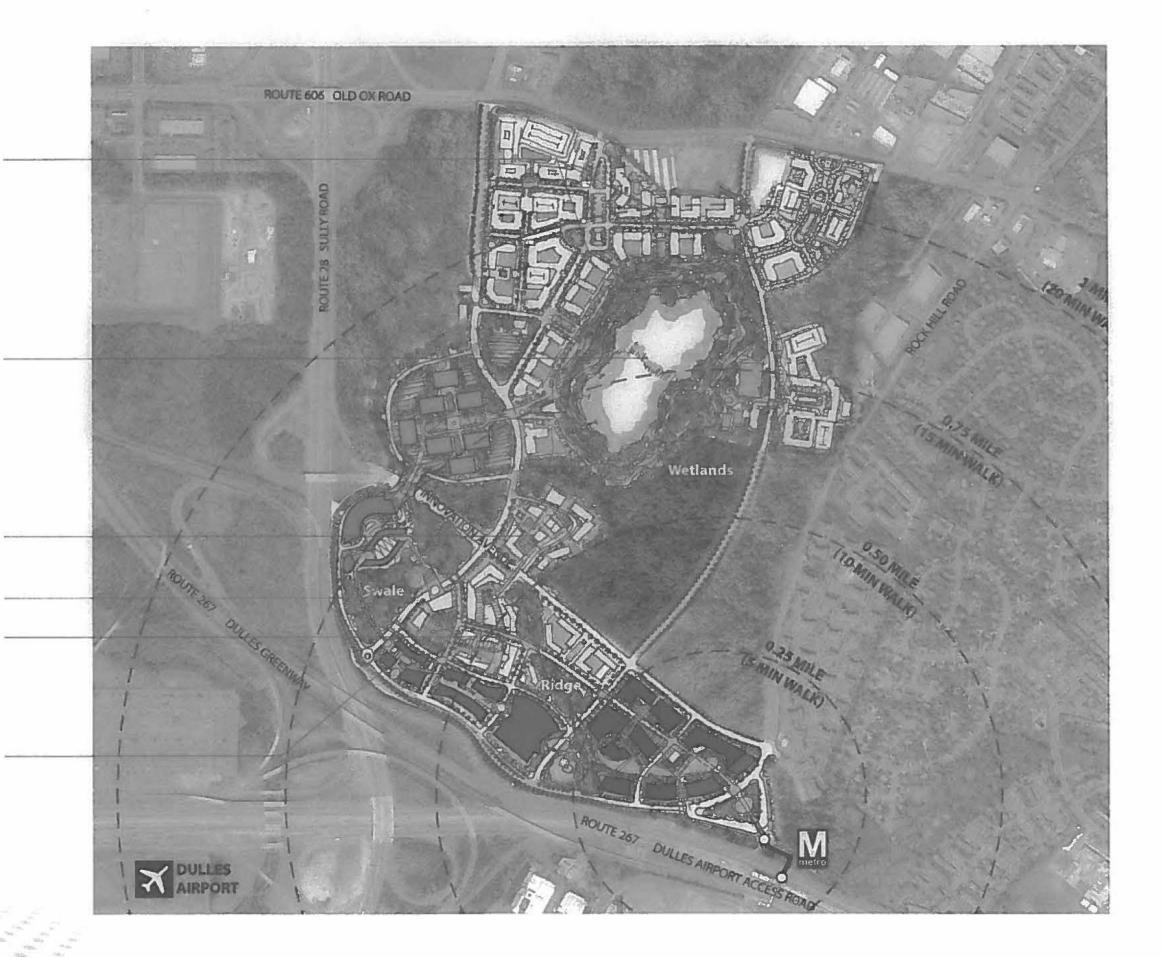
Quarry Lake & Park

North Retail Village

Amphitheater

South Retail Village, International Food Emporium and Live Music Venue

Great Lawn





Housing Around
Quarry Lake
(6,000 units)

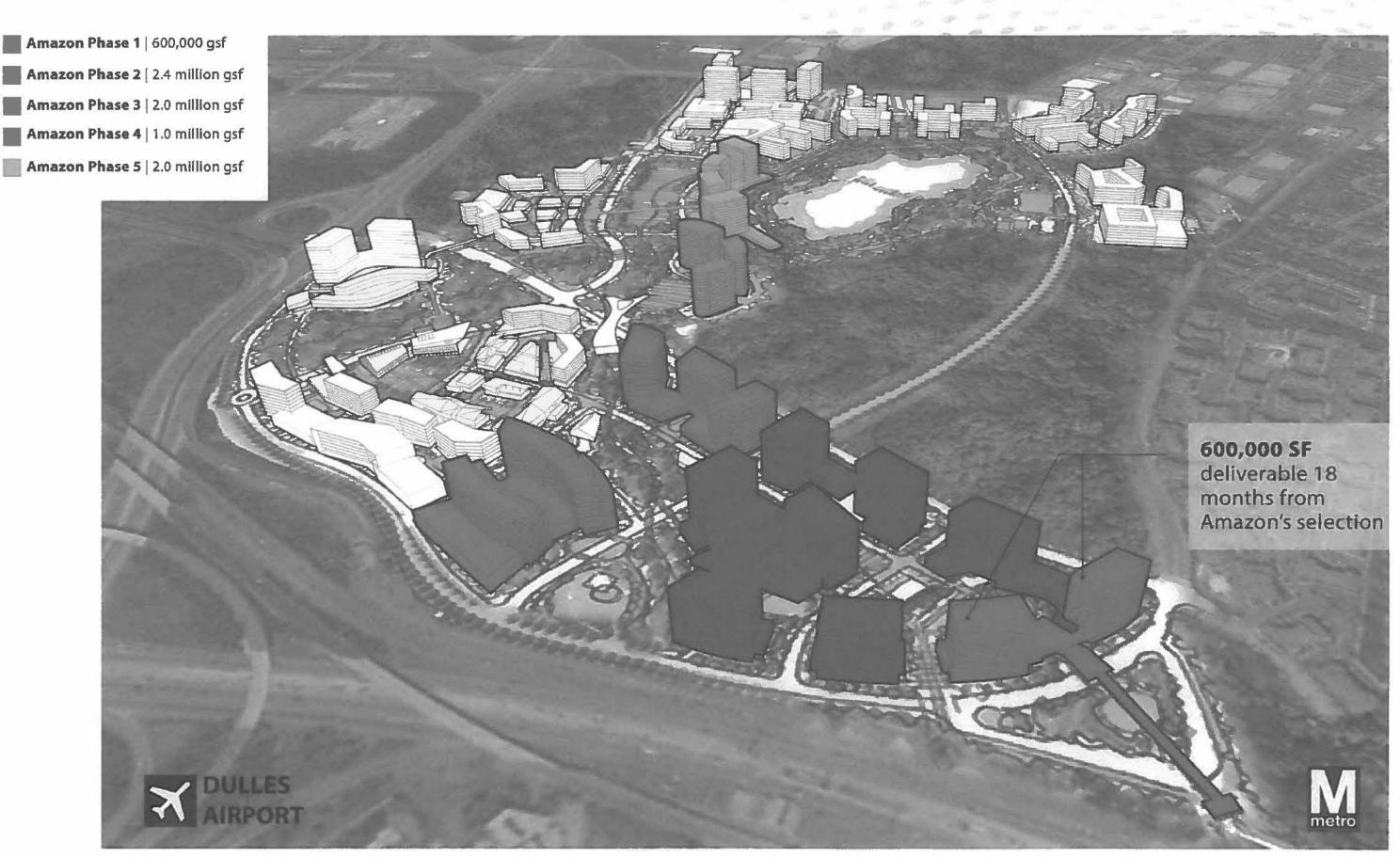
North Retail Village

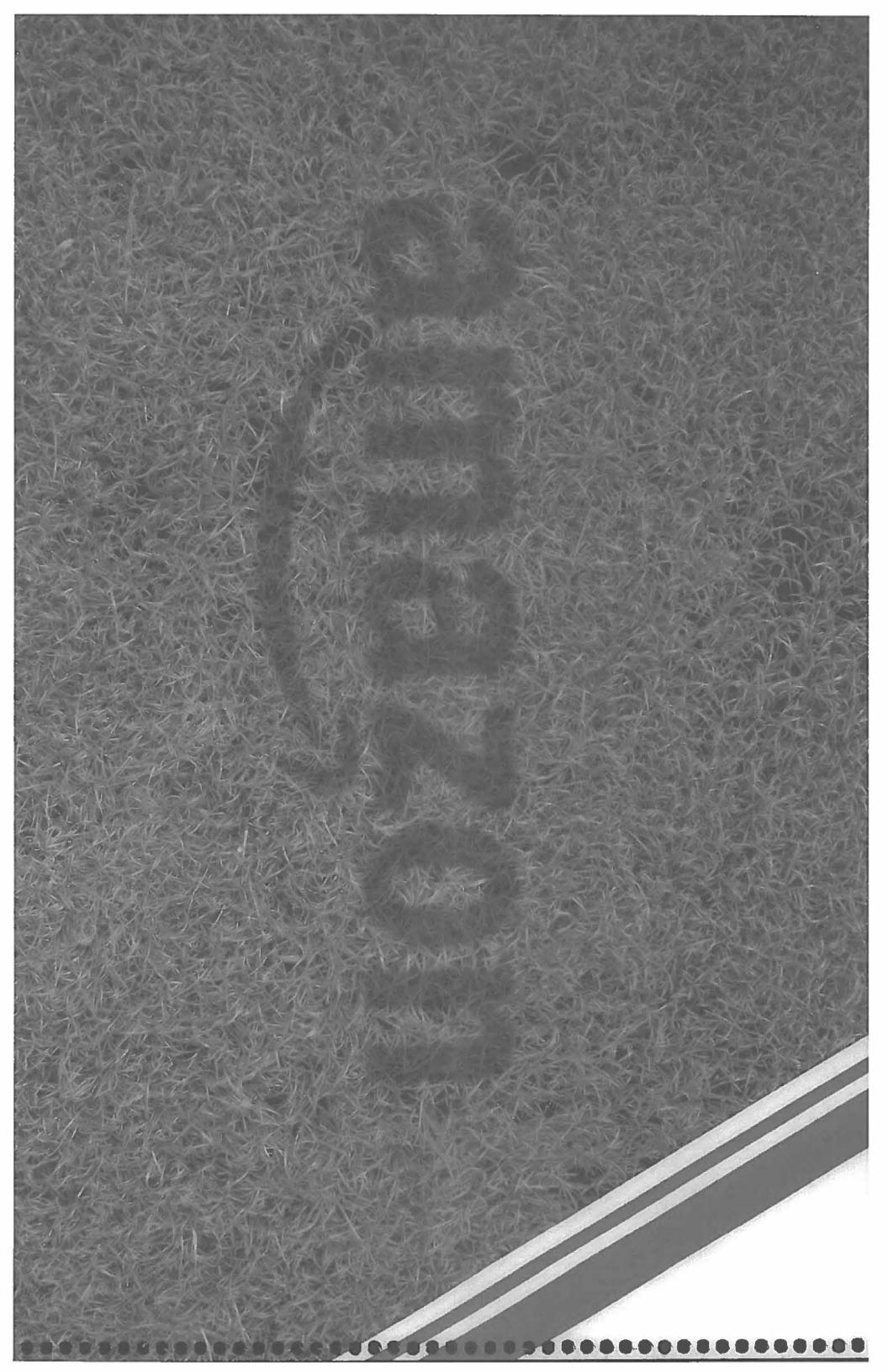


Great Lawn

South Retail Village, International Food Emporium and Live Amphitheater

Music Venue





How Amazon at Innovation Station Can Raise the Bar for Corporate Leadership in Sustainability while Bolstering Productivity

Our site at Innovation Station presents Amazon with a singular opportunity to create a holistically-sustainable headquarters that will set a new standard for environmental responsibility in the development of corporate facilities. At every level of experience — from workplace interiors to public plazas, from sustainable utility infrastructure to multi-modal and active transit — HQ2 can draw on our site's natural features to embed sustainability into an enhanced experience of the built environment. Energy-efficiency will be optimized alongside employee health and wellness, boosting productivity while keeping business costs low.

The natural features of our 338-acre site represent a microcosm of the regional geography. Rolling topography, boulder ridges, dense woodlands, swales, and wetlands make up large portions of the site. A sublime 55-acre quarry — more than 350 feet deep — is lined by dramatic cliff faces and outcroppings. In addition to being beautiful to behold, these remarkable natural features can be harnessed to create natural systems for resource conservation and infrastructure for a sustainable built environment.

By smartly taking advantage of our site's unique natural assets, HQ2 could realize two exceptional and parallel goals:

the creation of a carbon neutral campus —
the first of its kind in the United States; and
 the establishment of a site-wide EcoDistrict with
Amazon as the integral stakeholder. To be clear, a
carbon neutral HQ2 that adheres to an EcoDistrict
protocol would be a landmark achievement in
sustainability, and the unique richness of our site's
ecosystem, leveraged by innovative sustainable
technologies, can make this dream a reality.

A Vision for Holistic Sustainability at HQ2

Design for Resiliency

Blue is the new greenexisting and constructed wetlands supporting a storm-protection system and overall water-sensitive urban design.

Form an Innovative Build-Own-Operate Model

of LEED certification

Sustainability Goals

A Carbon-Neutral Campus An Eco-District Sustainable Site

High-Performing Hydroponic Farm

supplying local businesses restaurants, and users

Urban Farm

Quarry irrigating the urban farm and site-wide landscape

Deep Water Quarry

Preserved and Promoted Tree Canopy minimizing heat sland effect

> Urban Forest enabling carbon sequestration

> > Tree Canopy providing shade, thermal comfort, and promoting public health.

Area Around the Quarry activated by walking paths, bike trails, green space, and landscape specific design

a high proportion of the buildings non-potable water needs

Deep Water Quarry meeting

Sustainable Utility

Heat-Pump Technology using quarry's

scale and depth to create an energy-

efficient heat sink and heat source

Infrastructure

Pedastrian and Cycling Lanes promoting efficient active transit

Street and Public Space Design

Built Environment optimizing user experien through an arialysis of wind, thermal zones, and shadow patterns, and acoustic perform

Integrated Public Domain Services enhanced physical and digital interactions with built envi

- · Architectural lighting
- Security & CCTV
- WIFI
- Smart wayfinding
- · Smart parking applications
- Bikeshare system

Commercial Buildings

argeting the highest leve

Energy-Efficient Infrastructure

delivering operational value

Smart Metering and

real-time Indoor Environmental Quality monitoring of buildings

Building Design

WELL-Ready Buildings enhancing indoor environmental quality Building Design optimizing daylight, temperature, and landscape views from interior offices Passive Solar Shading and ventilation strategies providing comfort and energy-efficiency

Everyday Sustainability at HQ2

An Amazon employee disembarks at the Silver Line Metro station and walks to her office along a beautiful tree-lined path that pays homage to the regional ecology. En route to work, she grabs a healthy breakfast sandwich from a café that sources produce from an on-site hydroponic farm — a farm whose irrigation needs are met by the site's deep quarry lake and whose nutrient demands are met by a community composting operation.

Across campus, Amazon employees enjoy productive days thanks to smart, connected buildings that automatically optimize daylight access, air quality, and thermal comfort. Beneath these buildings, a sustainable utility infrastructure works across a smart grid platform to minimize energy waste and propel HQ2 toward carbon neutrality.

In the evening, groups of Amazon employees ride electric shuttles to a concert in the park, while others breeze by on public bikes destined for the nearby W&OD trail. Legions of Amazonians stroll home from their offices along lushly landscaped paths to one of 6,000 lakeside residences on-site — getting much needed fresh air and exercise while continuing to solve the day's problems.



A World Class Development Team Ready to Execute a Holistic Vision for Amazon HQ2

The development team for Innovation Station has comprehensive, world-class capabilities that can guarantee the vision for HQ2 is executed to the highest standard of quality, on-time, and on-budget. Utilizing an unusually broad array of skills, and with the full support of a historic partnership between Fairfax and Loudoun Counties, the following development team is prepared to work relentlessly on behalf of Amazon to build the optimal environmentfor its culture of innovation, customer obsession, and fast-paced growth.









Gensler





Hines serves as the operational backbone of our development team, providing a deep wellspring of experience as a global leader in commercial real estate development, construction, and management. With over \$100 billion of assets under management on five continents, Hines brings a pioneering dedication to sustainability and a sterling track record of client satisfaction. Hines' existing working relationship with Amazon provides an additional strategic efficiency—their exposure to Amazon's operational needs and evolving real estate strategy gives them an excellent vantage point from which to execute the development of HQ2.

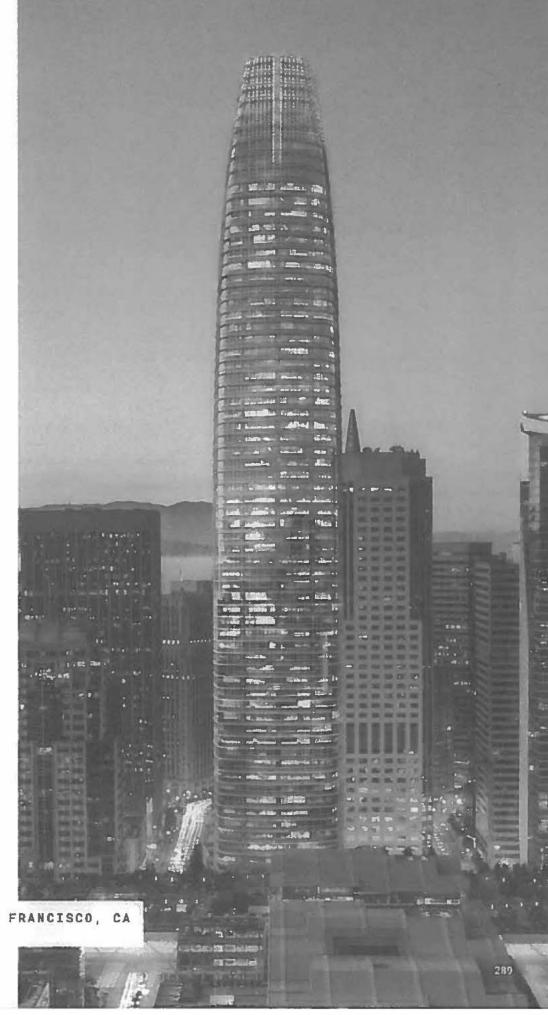
Open-Rebees is a development company that creates extraordinarily immersive mixed-use projects defined by their thoughtful curation of retail, dining, entertainment, and hospitality programming. Drawing on years of experience in real estate development, hotel development, and food and beverage entrepreneurship, Open-Rebees offers an intimate understanding of experiential place-creation at the street level, crafting environments with a deep and authentic sense of place. Of particular note, Open-Rebees specializes in: 1) curation of digitally-native, direct-to-consumer retail businesses; 2) creation of original food and beverage programming tailored to specific business strategies; and 3) design and activation of immersive public spaces. As such, Open-Rebees is uniquely qualified to manifest any vision Amazon may have for the street and retail experience woven through HQ2.

Gensler is the master plan architect for Innovation Station. It is one of the world's leading architectural firms, with global experience delivering innovative projects of significant scale and complexity. With the design industry's deepest bench of expertise, Gensler's one-firm ethos saves time, cuts costs, and delivers innovation. Gensler's design and planning efforts for Innovation Station are led by Gensler Principal Shamim Ahmadzadegan—the firm's mixed-use practice leader—whose many award-winning projects include large-scale, urban-centric developments built to LEED-certified standards.

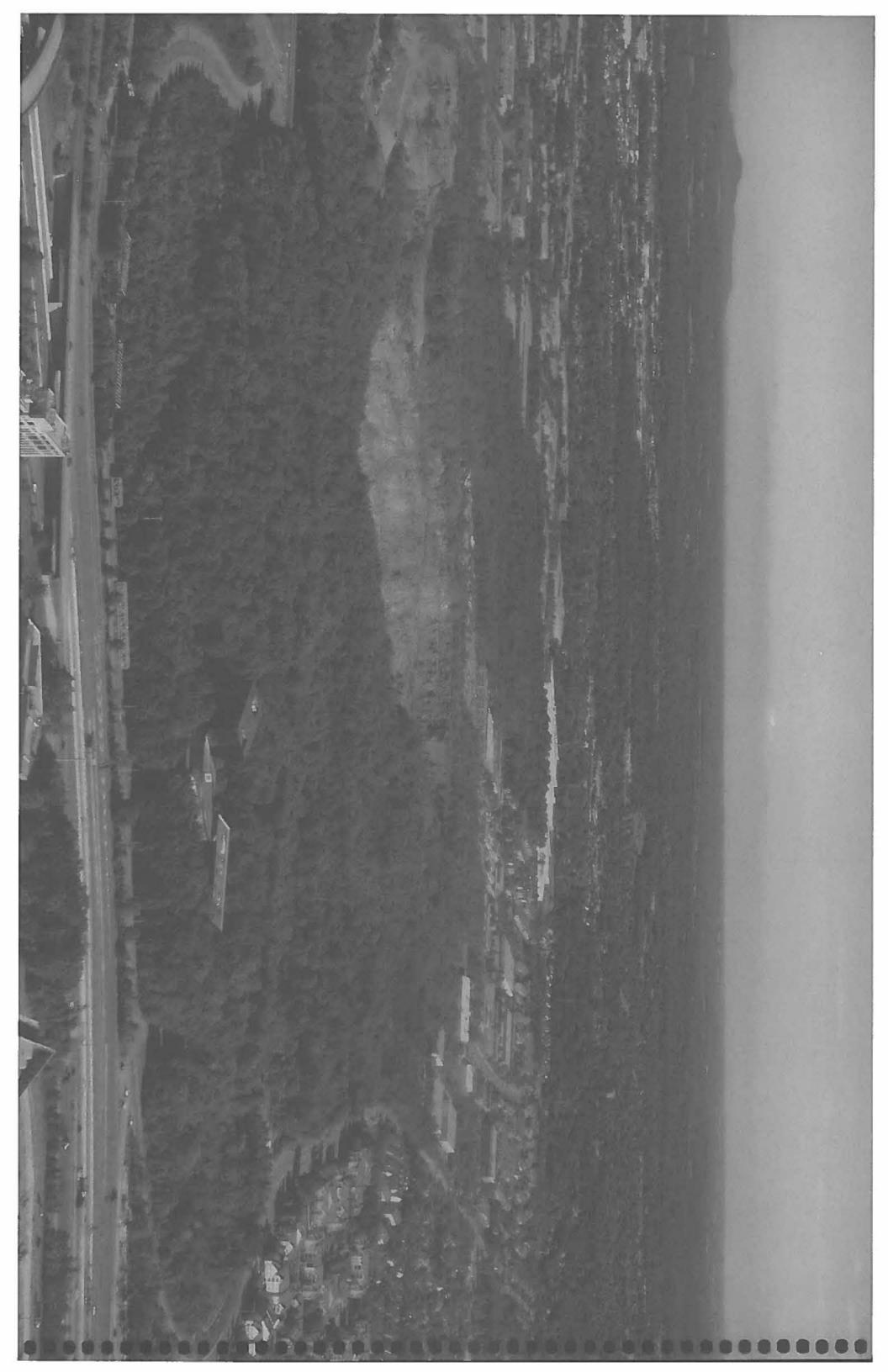
Nelson Byrd Woltz is the landscape architect for Innovation Station. It is an internationally-acclaimed landscape architecture firm that brings to this project both design excellence and a profound understanding of Northern Virginia's regional ecology. NBW's notable projects include the Flight 93 Memorial in Shanksville, Pennsylvania, Memorial Park in Houston, Texas and New York City's groundbreaking Hudson Yards development.

WSP is a multi-disciplinary engineering firm with deep experience in creating resilient sustainable solutions—unlocking opportunities to reduce cost and creating brand value for a wide and varied clientele.

As with Hines, WSP's previous work with Amazon provides a nuanced understanding of Amazon's goals for energy-efficient infrastructure.



SALES FORCE TOWER IN SAN FRANCISCO, O



A Letter to Amazon from the Leadership of Fairfax and Loudoun Counties

Dear Amazon,

Welcome to Innovation Station. Fairfax and Loudoun Counties have formed a unique and historic partnership with the Commonwealth of Virginia and two private site owners to present a transformational opportunity for Amazon HQ2. We are all united behind one goal: to provide Amazon with an extraordinary site, a highly efficient development process, and a robust set of development capabilities, so that you can actualize the full possibilities of a second headquarters with minimal constraint on your imagination or uncertainty in your business process.

Whether in respect to development structures, zoning initiatives, or financing mechanisms, Amazon can expect a flexible and highly collaborative approach from our two counties that symbolizes our great appreciation for HQ2's value as a regional economic driver and as a beacon for innovation.

We are confident that you will find the opportunity presented within these pages as rife with possibility as we do and look forward to advancing the process of bringing HQ2 to Innovation Station.

Sincerely,

Harm Dulina

Sharon BulovaChair of the Board of Supervisors,

Fairfax County

Gerald L. Gordon, Ph.D.
President and CEO.

Gerald & Rordon

Fairfax County Economic Development Authority

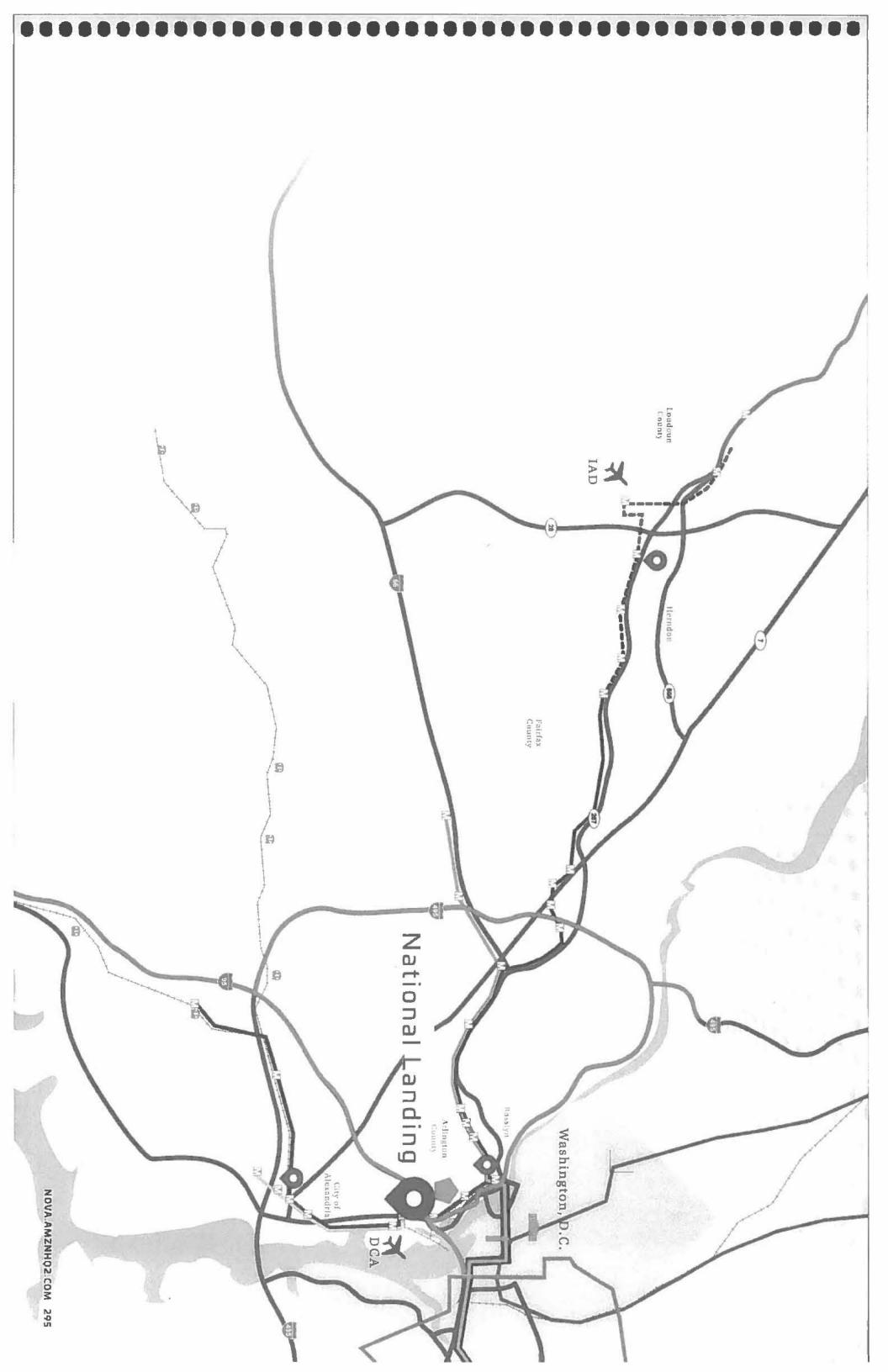
Phyllio I. Randall

Phyllis J. Randall

Chair-at-Large of the Board of Supervisors, Loudoun County Buddy Rizer

Executive Director of Economic Development,

Loudoun County





National Landing

National Landing offers Amazon the rare combination of massive growth potential in an existing vibrant transit-rich urban place.

Over 17 million square feet, including over 12 million square feet of undeveloped land (150 acres), that can provide Amazon with the sheer scale and flexibility to build, pioneer, innovate, and grow over time.

Located in the "heart" of the Washington, D.C. area adjacent to Reagan National Airport, alongside the Potomac River.

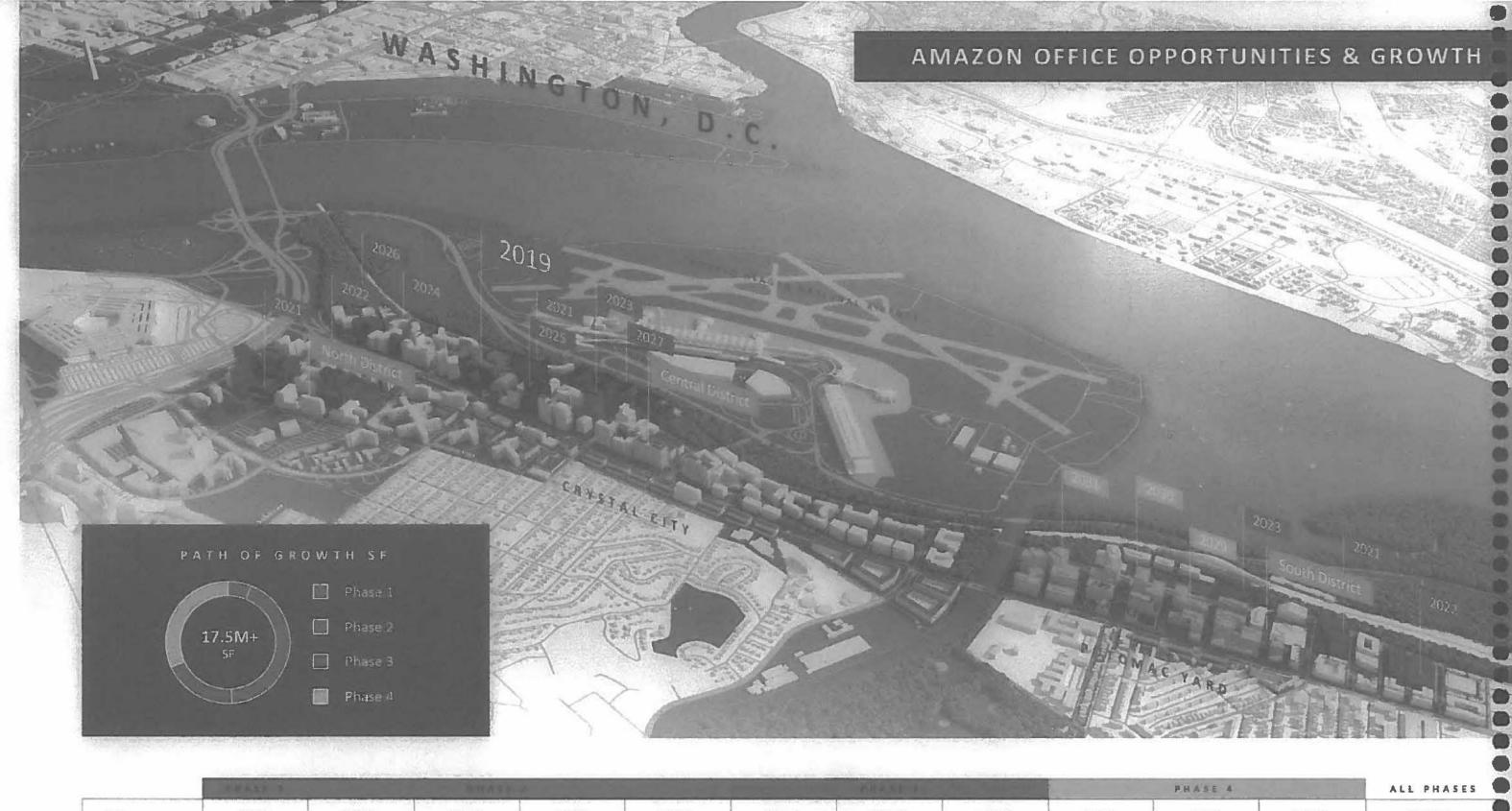
One Community, One Owner, Infinite Options for HQ2

In the center of the country's most educated market, overlooking our Nation's capital—surrounded by top talent, government customers, tremendous infrastructure, and a spectacular quality of life.

This is a canvas of limitless possibilities to propel Amazon's future.



CRYSTAL IONA ALRPORT South Dist POTOMAC NATIONAL L Over 150 restaurants, shouping destinations, and attractions all within walking distance Extensive transportation network—Metro, commuter rail, ANDING OVERVIEW YARD



Year	THAT I						MIANT F		PHASE 4			ALL PHASES
	2019	2021	2022	2023	2024	2025	2026	2027	2029	2030	2031	TOTAL
Crystal City Potomac Yard	1,002,000 SF —	3,820,000 SF 600,000 SF	1,007,000 SF 600,000 SF	400,000 SF 250,000 SF	200,000 SF	200,000 SF —	1,230,000 SF —	1,530,000 SF —	2,000,000 SF	2,000,000 SF	2,000,000 SF	10,082,000 SF 7,450,000 SF
Total	1,002,000 SF	4,420,000 SF	2,300,000 SF	650,000 SF	200,000 SF	200,000 SF	1,230,000 SF	1,530,000 SF	2,000,000 SF	2,000,000 SF	2,000,000 SF	17,532,000 SF
Running Total	1,002,000 SF	5,422,000 SF	7,722,000 SF	8,372,000 SF	8,572,000 SF	8,772,000 SF	10,002,000 SF	11,532,00 SF	13,532,000 SF	15,532,000 SF	17,532,000 SF	17,532,000 SF

Massive Urban Campus—with Significant Flexibility for Growth

National Landing provides a truly unique offering that combines over 17 million square feet of urban existing and build-to-suit parcels to meet Amazon's immediate and future growth needs—all controlled by a single partner.

National Landing provides capacity for decades of growth, while integrating housing, excellent transit, retail, and amenities. HQ2 will not only be an iconic real estate project, it will be home to thousands of new Amazonians, who will live, eat, and enjoy all the culture and fun of Washington, D.C.—within a 15-minute bike ride.

Straddling both Arlington County and the City of Alexandria alongside the Potomac River and Reagan National Airport, National Landing is positioned to attract talent from Washington, D.C., suburban Virginia, and Maryland. Served by Metro and every other conceivable kind of transit, the vibe is vibrant, the housing is abundant and diverse, and the "hassle-factor" is low.

Key Features

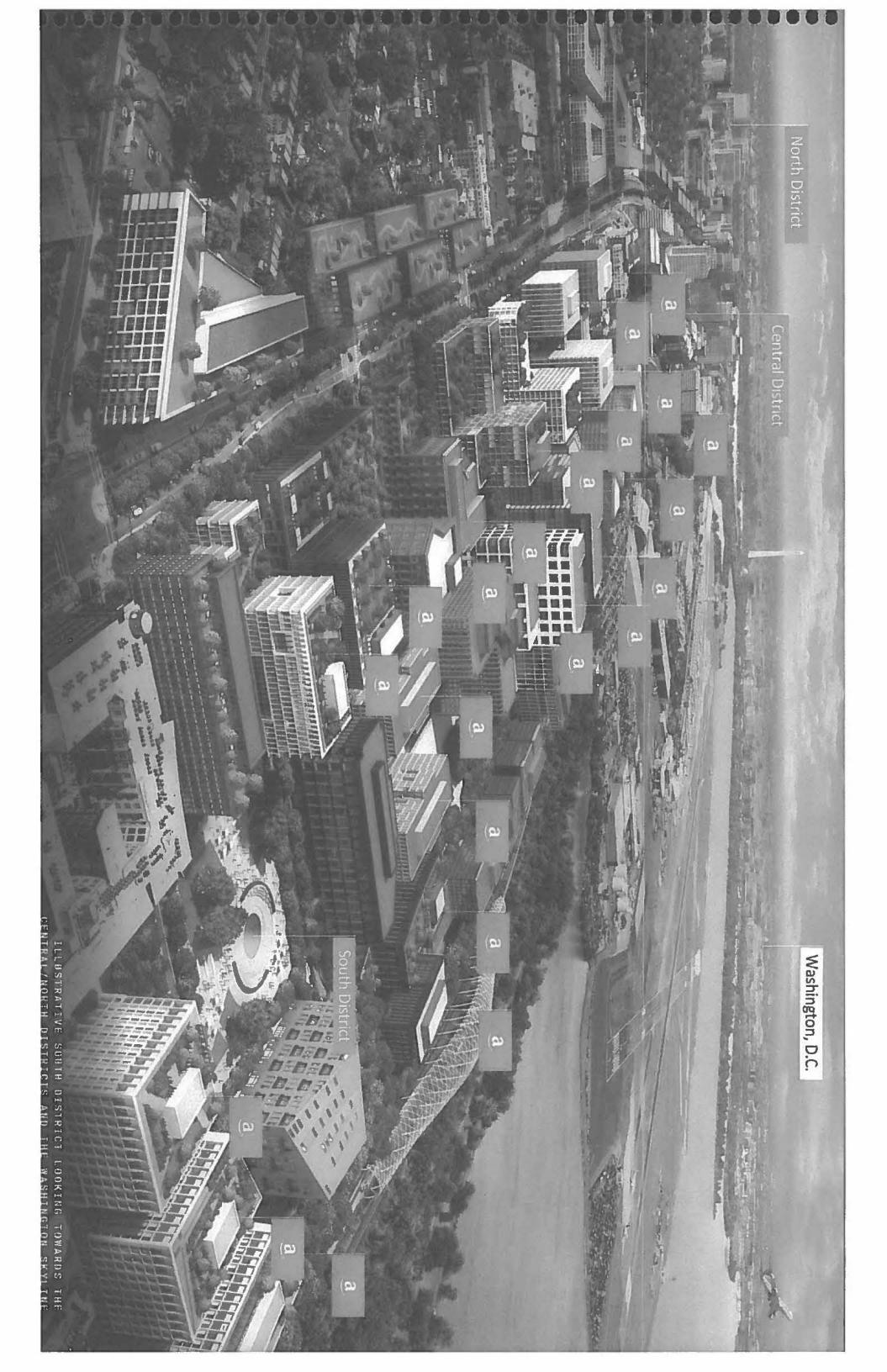
More than Double the Development Capacity Required by the RFP— The combined area exceeds 150 acres and includes more than 15 million square feet of existing office space with the potential to add another 17 million square feet of office space through a single owner. This significant existing inventory coupled with the to-be-built capacity exceeds Amazon's current and planned growth potential, while also integrating residential housing and retail amenities to accommodate everyone's shared goals of a vibrant, mixed-use environment.

Occupancy in a Mature, Robust Urban District—currently includes over 5,000 hotel rooms, 10,000+ apartment units, over 1 million square feet of retail and 15 million square feet of existing office, surrounded by the best transit infrastructure in the region – already in place.

Focus on Connected, Controlled Growth and Maximum Flexibility—National Landing was conceived to provide maximum "a la carte" optionality. Each building site can be developed or leased in parallel or as a series depending on Amazon's growth goals, speed, and requirements. We have organized Amazon HQ2 into three connected Districts: Central, North and South, each connected to the others within a short walk, bus, or bike ride.

Preliminary Thinking About Phasing

Initial Takedown of More Than One Million Square Feet
Can Be Easily Accommodated in Existing Buildings in the
Central District: Three of the buildings, 1770 Crystal, 241
18th, and 2200 Crystal, are available for full occupancy and
1550 Crystal is a partial building occupancy. 1770 Crystal
Drive will be a fully redeveloped building with delivery in
2019 (with new skin, systems, spaces, and rooftop conference
center) that can be customized for Amazon's needs. 241 18th
Street and 2200 Crystal Dive can also incorporate Amazon's
specific requirements. The initial occupancy can be easily
phased in Amazon's desired increments.





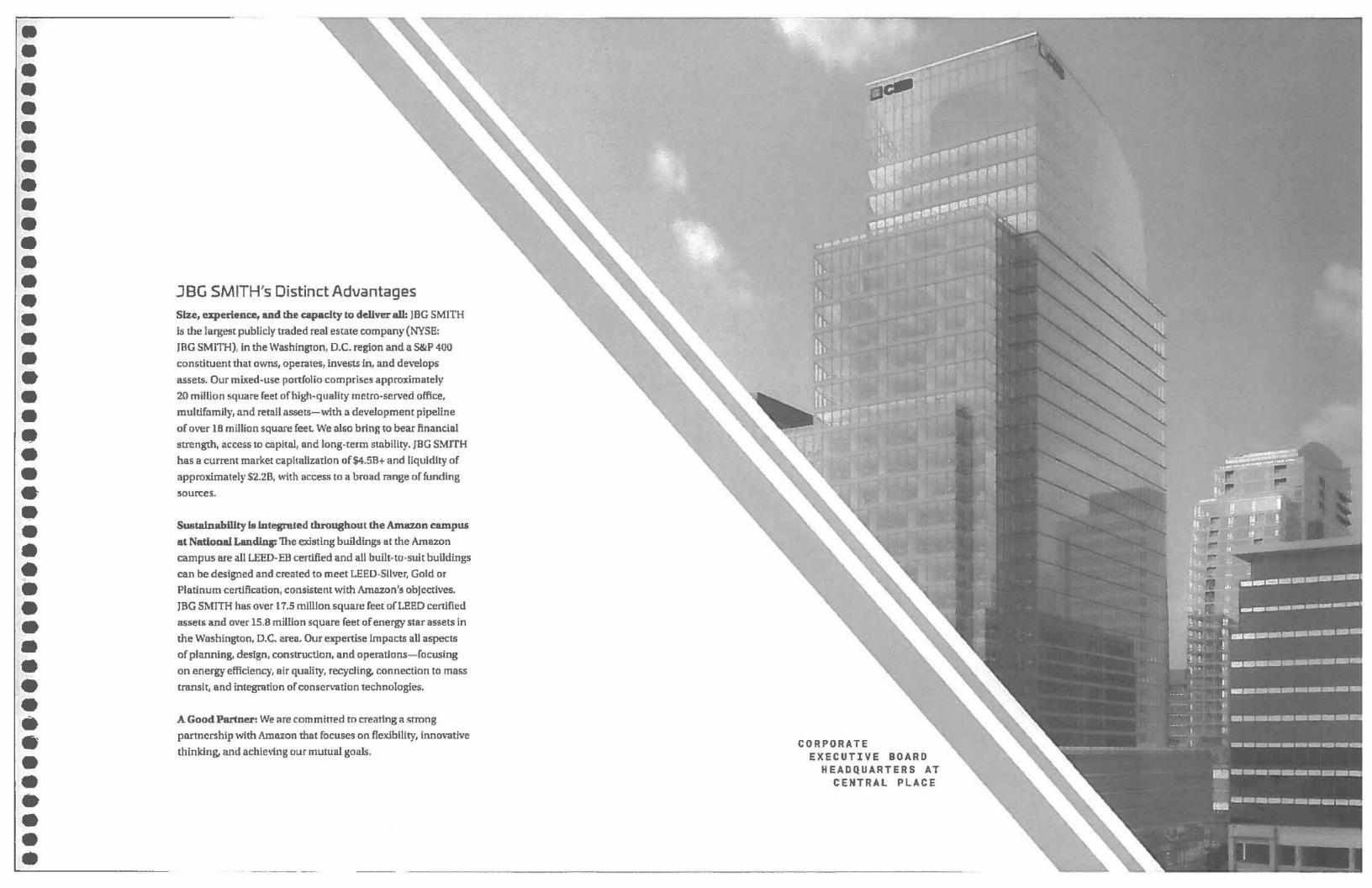


A Single, Experienced Development Partner: JBG SMITH

At National Landing, Amazon will partner with a single, highly creative and committed owner/developer, JBG SMITH, which controls the majority of the existing office and the entire 17 million square feet of potential office outlined in this submission. Together, with jurisdictional partners in Arlington and Alexandria, Amazon can grow its HQ2 over time, in a strategic and connected way.

More than a strong real estate partner, JBG SMITH brings specific expertise in urban placemaking, ensuring that HQ2 is as much about remarkable and functional buildings as it is about the surrounding urban experience: diverse housing options, engaging walk-to retail, and an inspiring, vibrant quality of life. As the largest owner in the Arlington/Alexandria area, JBG SMITH has the unique ability to shape the entire neighborhood with the kind of amenities, housing, and spaces most appealing to Amazonians.

300 NEW JERSEY AVENUE, WASHINGTON, D.C. FOR JONES DAY



Leadership and Commitment to Sustainability at Every Level

Jurisdictions that Set the Bar

Arlington and Alexandria are recognized leaders in integrating sustainable thinking throughout their planning, transit, energy, conservation, and recreational policies. We envision National Landing as an environmentally sustainable urban campus with densities and use mixes that maintain neutral carbon balance—integrating public open spaces, large tree canopies, wide bike lanes, and direct connections to transit.



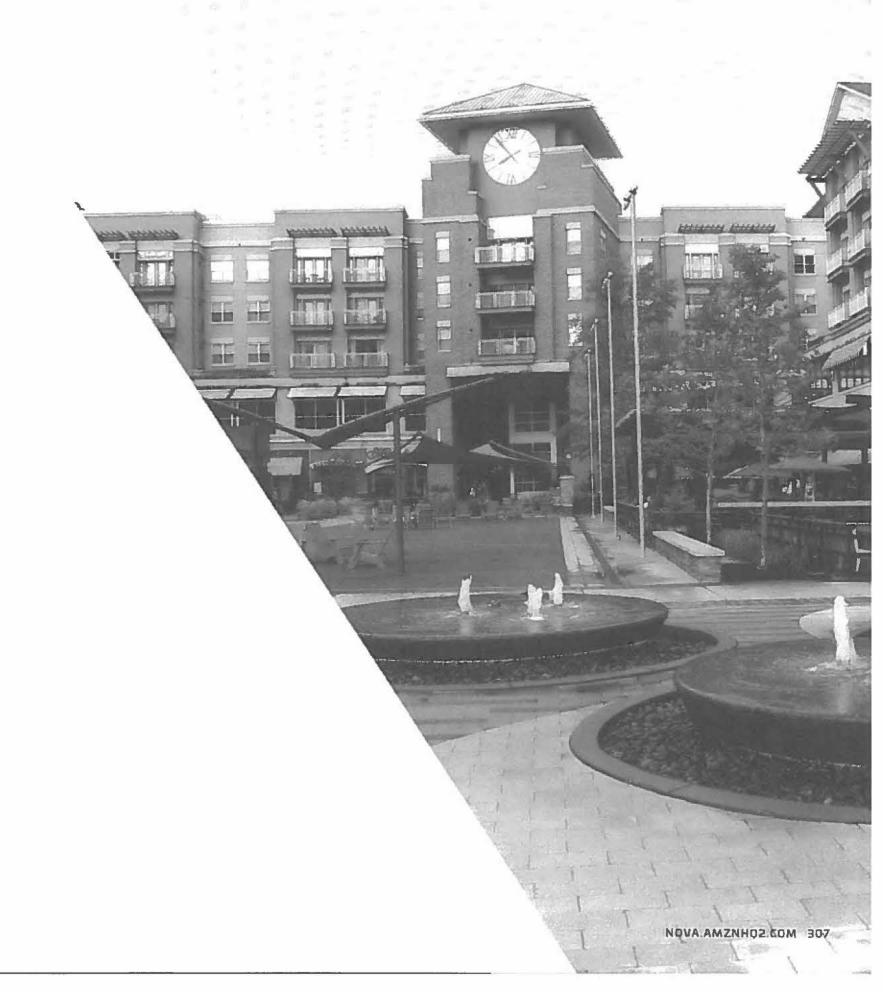
Other Key Initiatives Include:

- Green Building Incentive Program: Arlington County offers developers additional density in exchange for LEED Silver certification (or higher) with an emphasis on energy and water efficient design/construction, as well as ongoing energy performance.
- Arlington Gounty Energy Plan: The Plan formalizes the County's goal to reduce greenhouse gas emissions by 75% by 2050. Arlington is also exploring the feasibility of a unique district energy system to provide highly efficient heating and cooling in National Landing.
- Alexandria Eco-City: Alexandria's Eco-City initiative, the first of its kind in Virginia—focuses on setting goals to increase public transit ridership, promotion of clean water and solar power initiative, stormwater mitigation, and protecting natural/open space.
- Recycling: With a recycling rate of 46.8% in Arlington County and 48.6% in Alexandria, these jurisdictions are leaders in recycling in the region.
- GREEN Crystal City Business Improvement District (BID):
 National Landing is an eco-conscious area encompassing the
 Crystal City Business Improvement District (BID). The BID directs environmentally sustainable landscaping programs, waste-free events, composting, street recycling, and more. It also hosts a farmer's market with over 20 local farmers and producers, as well as a free community compost program.

JBG SMITH is the Largest Owner/Developer of LEED certified buildings in the Washington, D.C. area, including 17.5 million square feet of LEED certified buildings and 15.8 million square feet of Energy Star rated properties.

Our Deep Commitment to Sustainability Includes:

- Extensive in-house expertise: with approx. 50 employees with professional
 certifications in sustainability, wellness, and energy management.
- Sustainability integrated into all aspects of planning, design, construction, and operations: including energy, air quality, recycling, mass transit, and conservation technologies.
- Energy Management leadership: JBG SMITH manages real-time energy
 usage around the clock through one of the largest energy command centers
 in the U.S. at their Tenant Service Center (TSC), saving approximately
 26 million kWh annually. Run by licensed operating engineers, mission-critical
 building systems are controlled to optimize efficiency and performance and
 avert systems issues.
- Wellness Focus: Air quality, access to natural light, fitness, and nutrition all
 impact productivity and well-being. Their Director of Sustainability is one of the
 industry's first WELL APs, with expertise in "healthy buildings."



Virginia Railway Express

Mount Vernon Trail

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Mount Vernon Trail

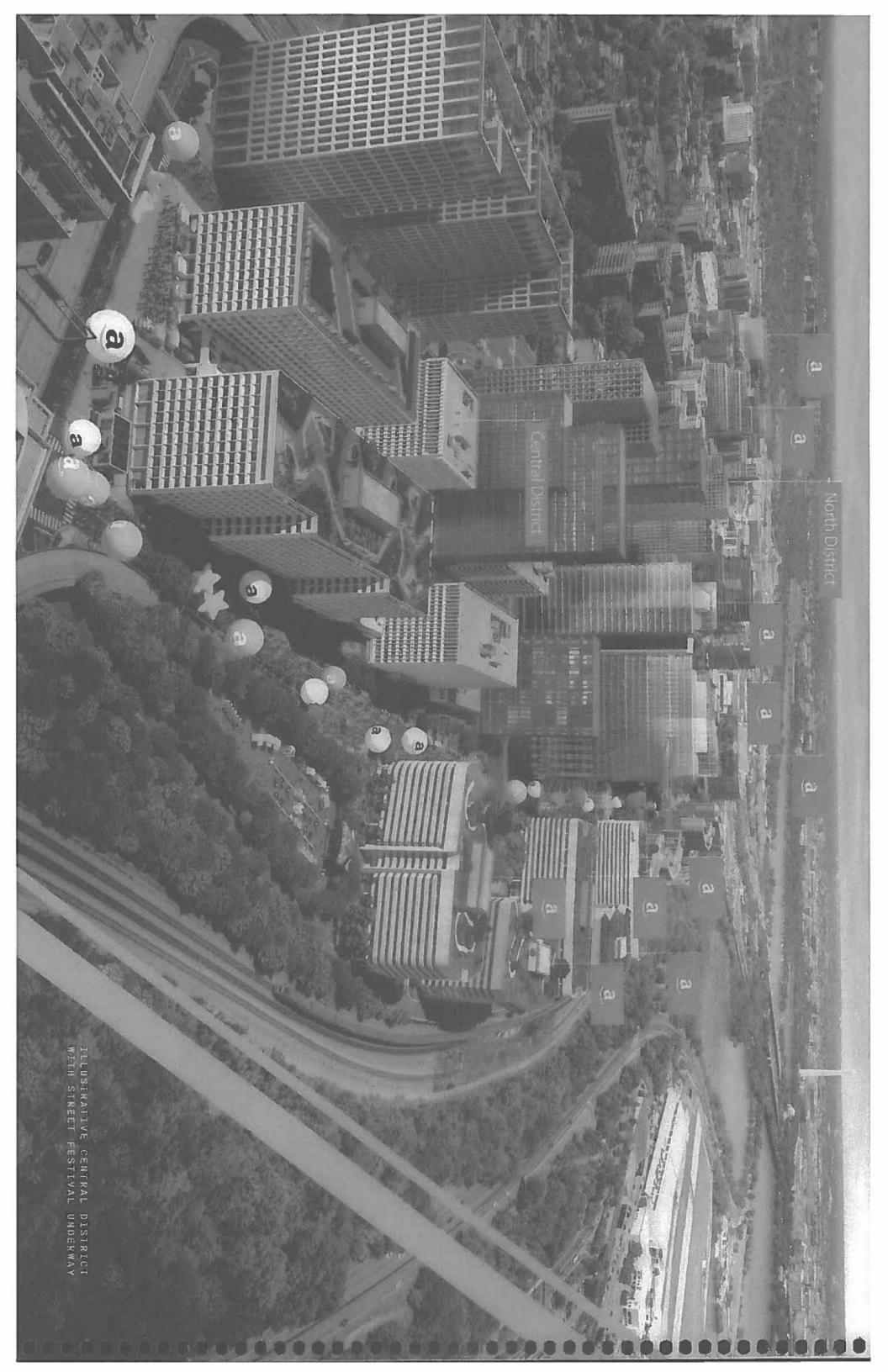
Old Town Alexandria 5 min

South District Management of the Control of the Con

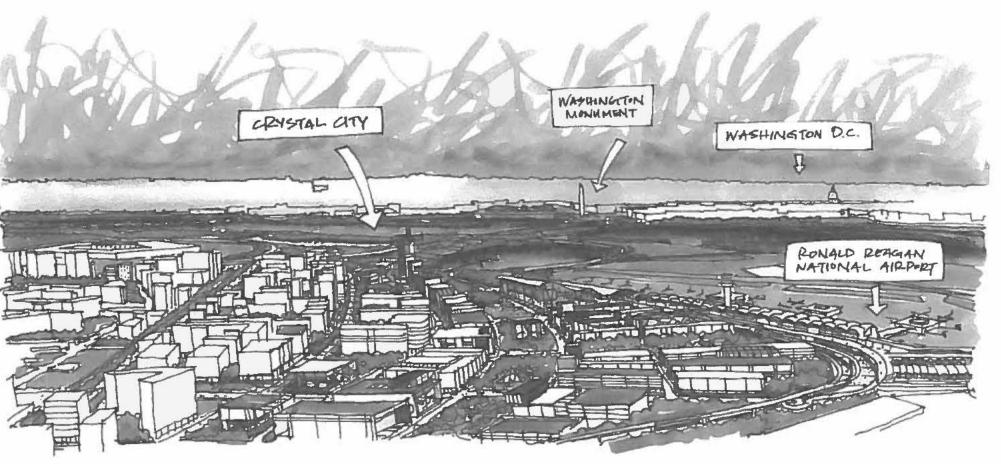
NATIONAL LANDING: CONNECTED

Four Mile Run Trail

 \gg



Powerful New Connections



ILLUSTRATIVE VISION BY ROGERS STIRK HARBOUR + PARTNERS THAT DIRECTLY CONNECTS REAGAN NATIONAL AIRPORT TO THE CENTRAL DISTRICT, CREATING A ONE-OF-A-KIND "AIRPORT-CITY" CANVAS FOR POTENTIAL INNOVATION/STEM HUB

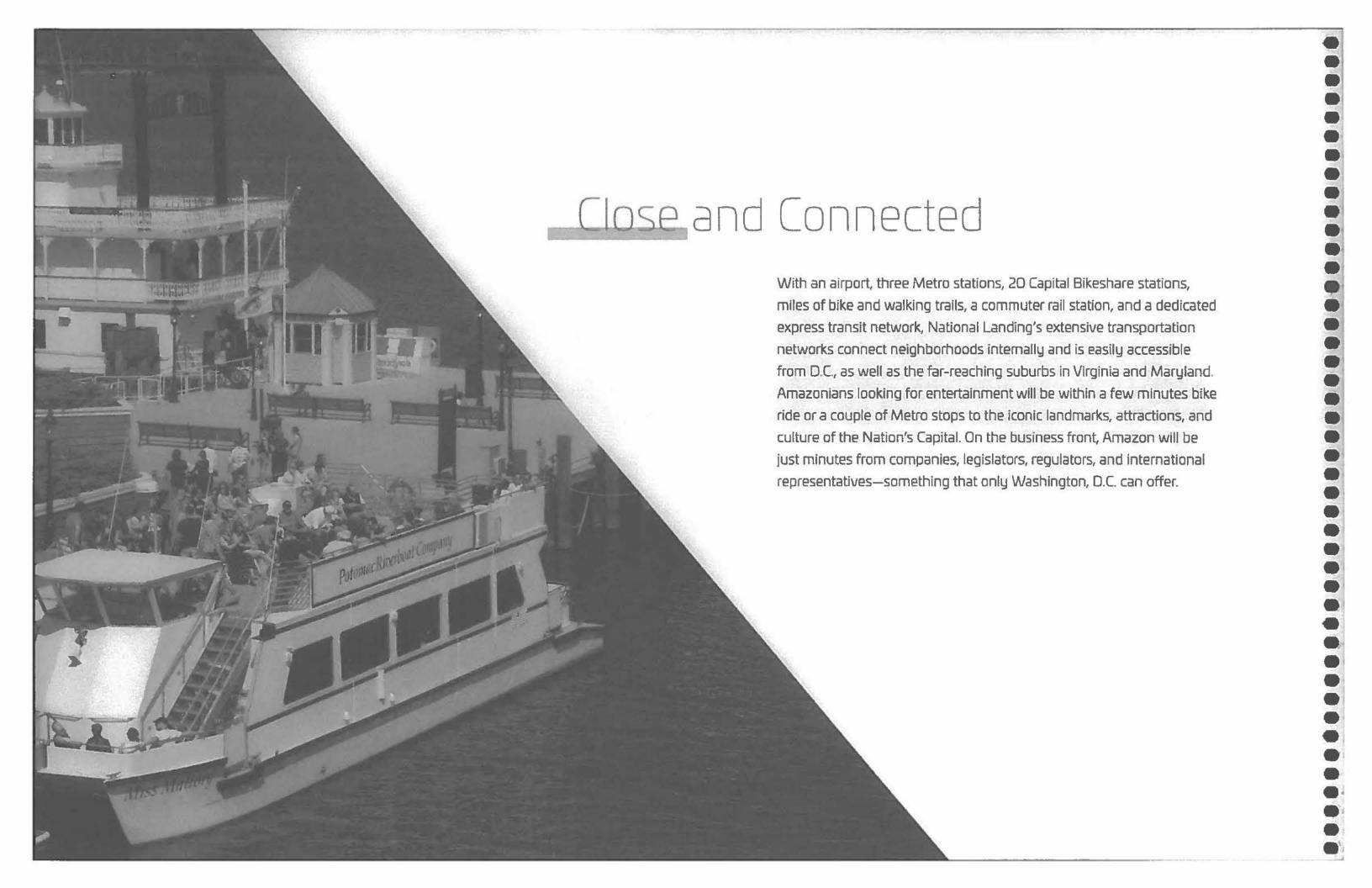
While existing infrastructure is excellent, plans to create powerful new connections will help facilitate Amazon's natural growth are underway.

Route 1 Street Improvements: The existing Route 1 roadway will be transformed from an elevated highway to an at-grade, tree lined boulevard. This will enhance the current five-minute walk from Amazon's initial space in the Central District to over four million square feet of build-to-suit space directly to the west.

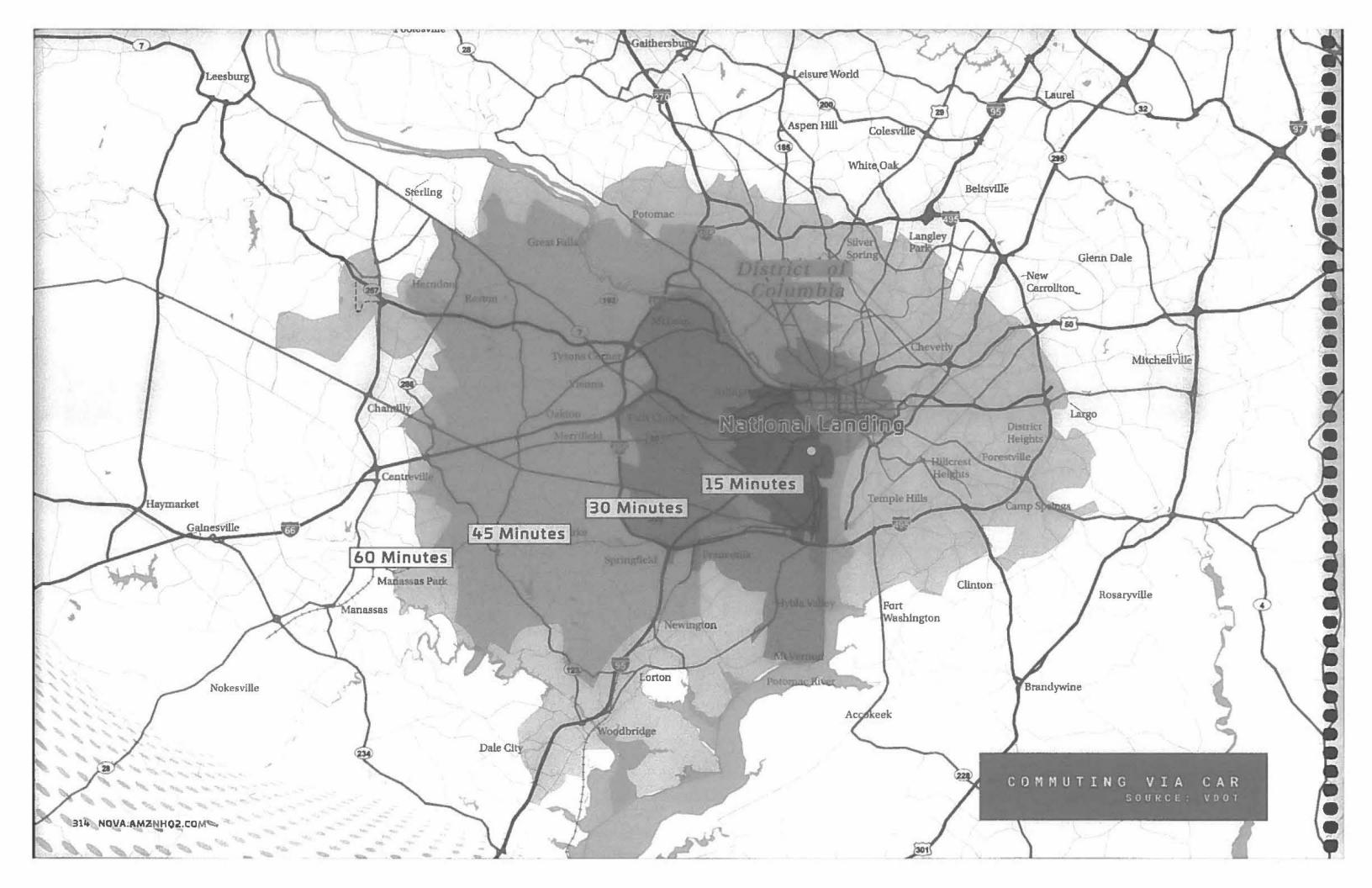
New Metro and Metroway: The HQ2 campus can be expanded to the south and is connected by the region's first high-capacity bus rapid transit system, which runs from Alexandria to Arlington providing easy and convenient transit through the core of National Landing. Additionally, a new Metro station will be delivered in 2021 in the South District designed to improve accessibility and connect all Amazon nodes.

Connecting to Reagan National Airport: JBG SMITH is proposing to extend the Central District to the east, connecting directly to Reagan National Airport—only 700 feet away. While there are several bike and pedestrian paths to access the airport, connecting the city directly to the airport can create a world-class, urban, multi-modal hub at Metro, unique in the U.S., and ideal for a potential STEM campus or innovation center.

The additional opportunity here, while not included in the earlier proposed potential square feet calculations, is in excess of 10 million square feet of additional expansion potential.









Seamless Connections Also Limit the Congestion Typically Seen in Similar Urban Environments.

Reagan National Airport (DCA): Just steps from future Amazon offices, National Airport connects the National Landing's Central, North, and South Districts. DCA is:

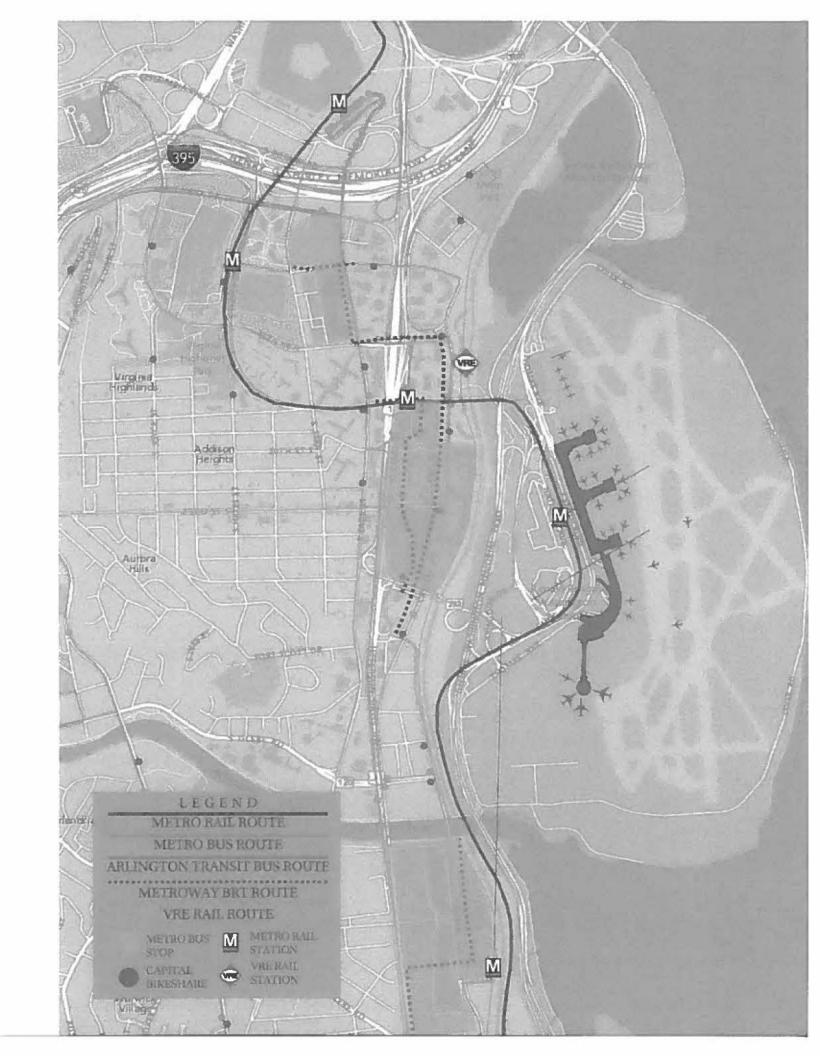
- Less than a 15-minute walk from Phase I proposed office site
- One Metro stop from either Central,
 North, or South Districts
- · Quickly accessible via National Landing Metroway

North & Central District Metro Stations: Served by the Yellow and Blue Lines, over 46,000 passengers use both Metro stops daily for transportation to major business and entertainment nodes throughout the region.

New South District Stations: A new "infill" Metro station in 2021 will continue to improve local and regional transit accessibility. The new stop will continue to add capacity to the already extensive transportation network and decrease travel times to key regional destinations.

National Landing Metroway: The region's first highcapacity bus rapid transit system runs through each district, providing easy and convenient transit through the core of National Landing. State-of-the-art transit stations at major business and residential hubs throughout National Landing is the key to transporting Amazonians between office nodes.

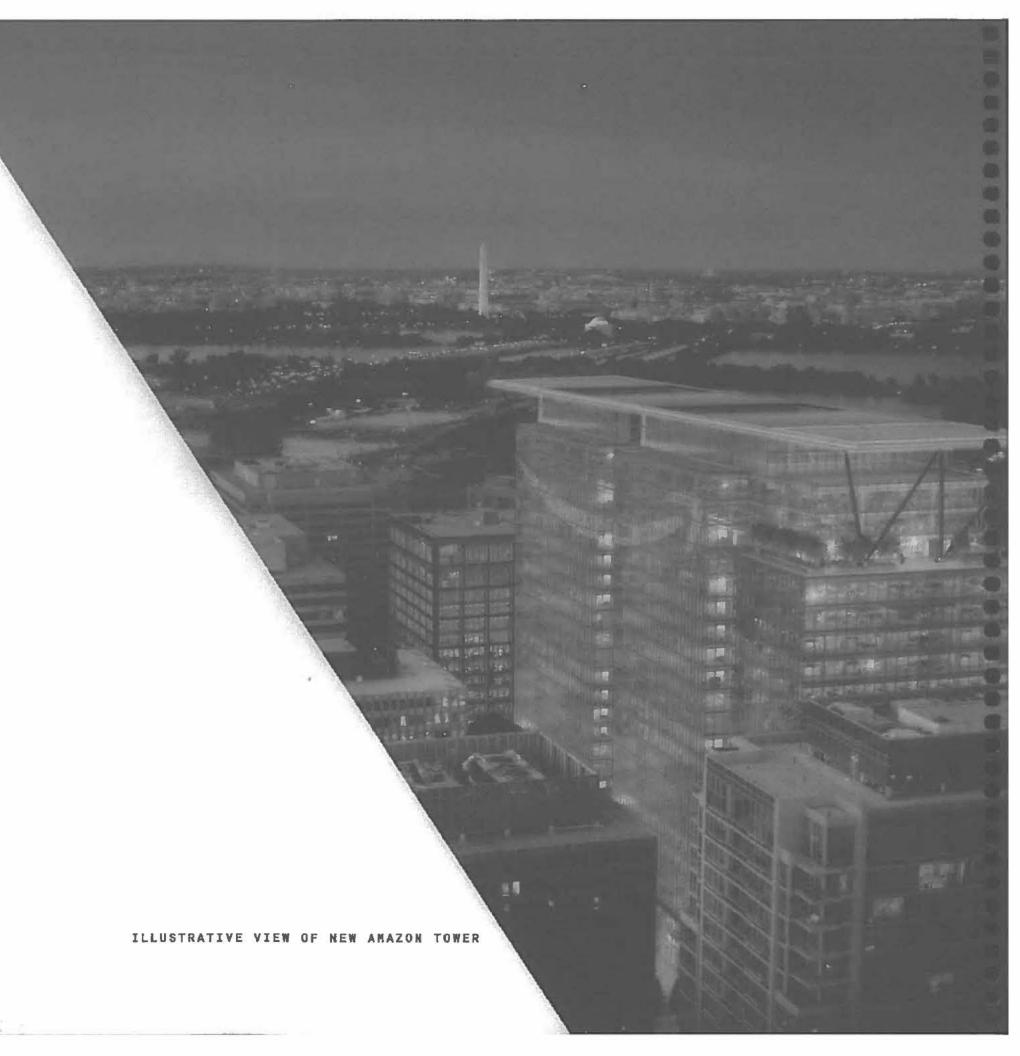
Virginia Railway Express (VRE): The Central District boasts a commuter rail station served by the Fredericksburg Line and Manassas Line of the Virginia Railway Express system. VRE serves 18,500 daily commuters coming from the suburbs for employees wanting a less-urban lifestyle.

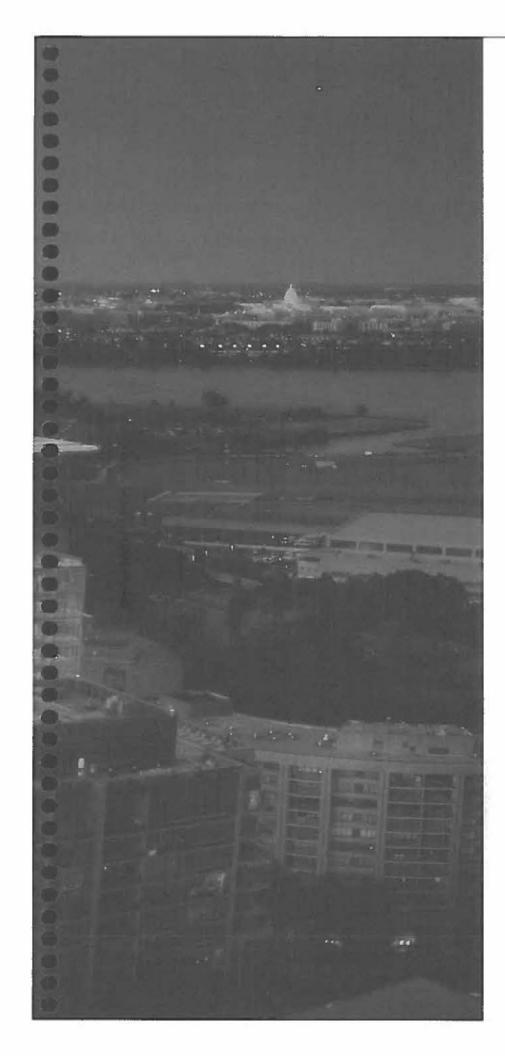


South District Boat Landing: Plans are underway to add a future asset to this unique neighborhood, expanding the use of water transportation along the Potomac River and Four Mile Run. Water transport would increase transit capacity while connecting National Landing to the growing number of waterfront destinations in the D.C. region.

Bicycle Network: Situated on both the 18-mile long Mount Vernon Trail and the 7-mile long Four Mile Run Trail, National Landing makes for the perfect origin or destination for area bicycle commuters, recreational cyclists, sightseers, or fitness enthusiasts.

- Convenient north-south bicycle commuter routes connect the North, Central, and South Districts to and from National Landing and to downtown D.C.
- Running parallel to the Potomac River shoreline and the historic George Washington Parkway from George Washington's historic home in Mount Vernon up to Rosslyn, the Mount Vernon Trail offers spectacular river vistas and great plane-spotting at Gravelly Point.
- Numerous bike parking and Capital Bikeshare stations are conveniently located along the street grids and existing trails.





Autonomous Vehicles: Future building design in National Landing will incorporate elements that facilitate the use, logistics, and parking of autonomous vehicles. Significant investments in municipal fiber in both Arlington and Alexandria will allow for new roadway technology to be integrated into the transportation system preparing for what awaits in the future.

Complete Utility Infrastructure: National Landing is served today by all required utilities needed to both support the current buildings, as well as enough capacity to serve the expected future growth. The electrical grid is a robust underground network, which has redundant capacity embedded into the network and can be provided to buildings as desired. JBG SMITH has worked closely with the electrical provider over the last several decades to meet build-to-suit and other office tenant power needs, with many options available for office users to choose from.

Fiber Capacity: There is also significant data capacity in the existing dark fiber that is served by Verizon, Comcast, and several other well-known providers. Additionally, local jurisdictions have invested in the creation of a municipal fiber network in National Landing, designed to provide high-speed internet that can power future growth, support commerce, and leverage technology to create smart urban centers. This high-speed, dark fiber, dedicated network is available for buildings to connect for business use at advantageous costs.



ILLUSTRATIVE TERRACE PERSPECTIVE FROM THE CENTRAL DISTRICT

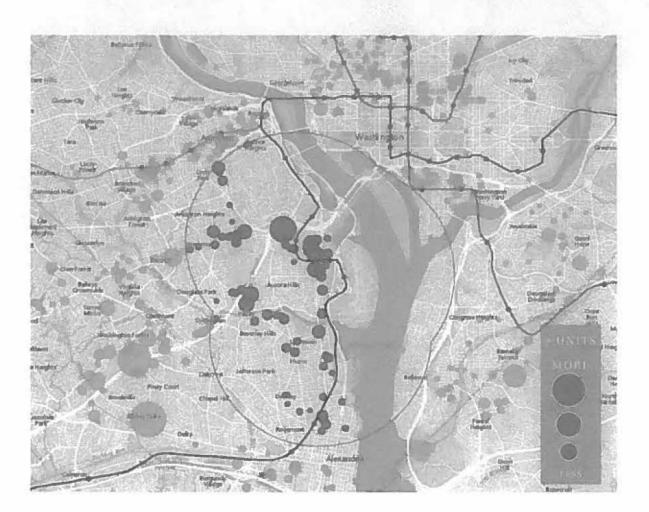
Welcome to the Neighborhood

National Landing is an existing thriving, bustling community that has a distinct energy and a culture that exudes an active lifestyle for its modern workforce and residents. It is a place that offers diverse housing choices, state-of-the-art park facilities, extensive bike trails, an abundance of shopping and eating establishments, as well as a plethora of cultural and entertainment events concentrated within a 15-minute bike ride from anywhere in the office districts. It is placemaking at its best.

There are surprises around every corner and opportunities to engage on a human level at each intersection. While embracing the digital connectivity of the future, the National Landing partners understand that it is the in-person connections that make a difference. The community works hard to create those serendipitous moments to give people that opportunity to meet and mingle, whether it is business or pleasure.

Home to a vast corporate community comprised of top Fortune 50 companies, innovators, and technology incubators, Amazon is in good company at National Landing.

And with over 5,500 hotel rooms within walking distance, hosting visitors, meetings, and conferences is ultra-convenient.



The map to the left illustrates the extraordinary array of rental housing available within 2 miles of the proposed Amazon headquarters site. Each bubble represents an apartment community. The size of the bubble reflects how many studio, one bedroom and two bedroom units are affordable (no more than 30% of pre-tax income in rent) to the average Amazon worker based on current incomes estimated for the Seattle workforce.

At the average employee income of \$108,000 there are 24,000 Units affordable within two miles of National Landing

The Choice is Yours...



LEGEND

Proposed

Under

One of the best aspects of National Landing is the diverse choice of housing options within a wide variety of price points. Due to National Landing's advantageous location at the center of a transportation network and its proximity to the suburbs of Washington, D.C., Amazonians will have a multitude of choices depending on their lifestyle preference and budget. Whether they crave an urban lifestyle or have dreams of a large house with a big yard, that reality is within reach for National Landing employees. Mass transit, whether it be bus, Metrorail, or train, optimizes the average commute times and reaches further into the suburbs.

If Amazon employees prefer an urban lifestyle where they walk to work, there are over 24,000 affordable rental units within two miles of the site that have access to a wide array of amenities and transportation. And National Landing continues to evolve and transform with 4,100 units under construction or proposed, meeting the needs of Amazon's future













Walk to Work: Community Profiles

WeLive

Located in the Central District, WeLive is a new way of living that challenges traditional apartment amenities through shared physical spaces that foster meaningful relationships.

The Bartlett

Located in the North District, these apartments offer modern features with lavish amenities including spa quality gym, rooftop pool deck and breathtaking views of Washington, D.C.

Del Ray

Located just minutes from the South District, Del Ray—where 'main street still exists'—is complete with an array of small businesses and restaurants in a cottage like neighborhood with affordable homes for a family-oriented experience.

Aurora Heights

Located in the Central and North Districts, this historic neighborhood is a little town close to the big city that has a mix of single family and multi-family homes and great schools.

Army Navy Drive

Located minutes from the North District, executive homes sit across from Army Navy Country Club enjoying privacy while having easy access to amenities.

Potomac Yard

The South District is home to brand new condominiums, townhomes, and apartments, where residents walk out their doors for direct access to entertainment, restaurants, and shopping, or hop on the Metroway bus rapid transit for a quick ride to the Central and Northern districts.



Active & Vibrant

National Landing residents and employees live and breathe an active lifestyle. They walk and bike to work, they do yoga on their lunchbreaks, and hit the gym after work. This community makes it easy to be active, with its exceptional athletic and park facilities, modern community centers for hosting classes and indoor recreation social sports, and numerous neighborhood parks and green spaces.

The National Landing community also loves their pets, especially dogs! Nearby are some of the most amazing dog parks, allowing four-legged friends to be social. It is not unusual to see pets around town or at the many community-sponsored events that cater to our best friends and their owners.

National Landing Recreation Facility Spotlight

George Washington Parkway

A federally owned, National Park Service, iconic park on the western shore of the Potomac River connecting not only National Landing, but also providing regional bike paths, running trails, and Potomac River access.

Long Bridge Park

Located in the North District, more than 30 acres of recreation, sports facilities, and green space located on the Potomac River overlooking Washington, D.C. Long Bridge Park also has full-size, multi-sport lighted fields and a network of walkways.

Long Bridge Aquatic Center

A new state of the art aquatics, health, and fitness facility and park located in the North District. Currently, plans and work are underway for a swimming and exercise venue set within a dynamic recreational complex that features four full-size athletic fields overlooking premier views of Washington, D.C.

Potomac Yard Park

Located in the South District, the 23-acre Potomac Yard Park features athletic and fitness space, playgrounds for children of all ages, picnic areas, and an interactive fountain all connected by miles of bike and pedestrian trails.

Virginia Highlands Park

This 18-acre park is packed with fun complete with lighted athletic fields, synthetic turf, courts for every sport, and a spray ground to cool off in the hot summer.

Social Sports

National Landing hosts several social sports leagues in the Central District including street hockey, touch football, soccer, bocce, and softball. Additional fitness and recreational options like boot camp, runs, and yoga are offered weekly by community partners.

Daingerfield Island

Access to an existing marina for boating, kayaking, and other recreational uses on the Potomac River.

Exciting Foods, Rare Finds, and Endless Entertainment

National Landing is alive and beats with the latest cuisines and food concepts. The community is a place for innovation and that's not just technological innovation, but also food innovation. Famous chefs choose National Landing to test out their latest concepts and unveil new products. Regardless of what you're looking for, there are choices to satisfy every discerning palate and even the pickiest of eaters. From fine dining overlooking Reagan National Airport and the Potomac River, to a great breakfast sandwich, you can find it all.

Residents are pleased with the convenient grocery stores and short lines, including a Whole Foods Market. And there is always something to do after dark, whether its meeting friends at the local restaurant or bar, catching the latest theatrical performance or hot movie, or just chilling at the waterpark with a glass of wine.

Convenience is a key value in National Landing. The modern resident and worker want everything close by with minimal hassle. National Landing delivers. Convenience retail, numerous fitness centers, spas, indoor rock climbing, new-age cinema—it's all there just steps away from the office.



Del Ray

Located just minutes from the South District, Del Ray is recognized for its vibrant main street that includes great eats and numerous festivals throughout the year.

Pentagon Row

Located in the North District, Main Street charm and big-city selection, this outdoor, walkable shopping center features dozens of specialty shops, luxurious spas, and a variety of dining.

Crystal Drive

JBG SMITH has programmed several hundred thousand more square feet of retail along this busy retail corridor including the Alamo Drafthouse Cinema, boutique grocers, bars, and restaurants with unique open spaces throughout National Landing.

Potomac Yard Market Square

The future Potomac Yard Market Square will concentrate 7.5 million square feet of mixed-use development around the new Potomac Yard Metrorail station, including office, retail, and residential. The plan envisions a new civic plaza at the Metro station; expansion of parks, open space, pedestrian and bike routes; and flexibility for integrating emerging and future technologies.





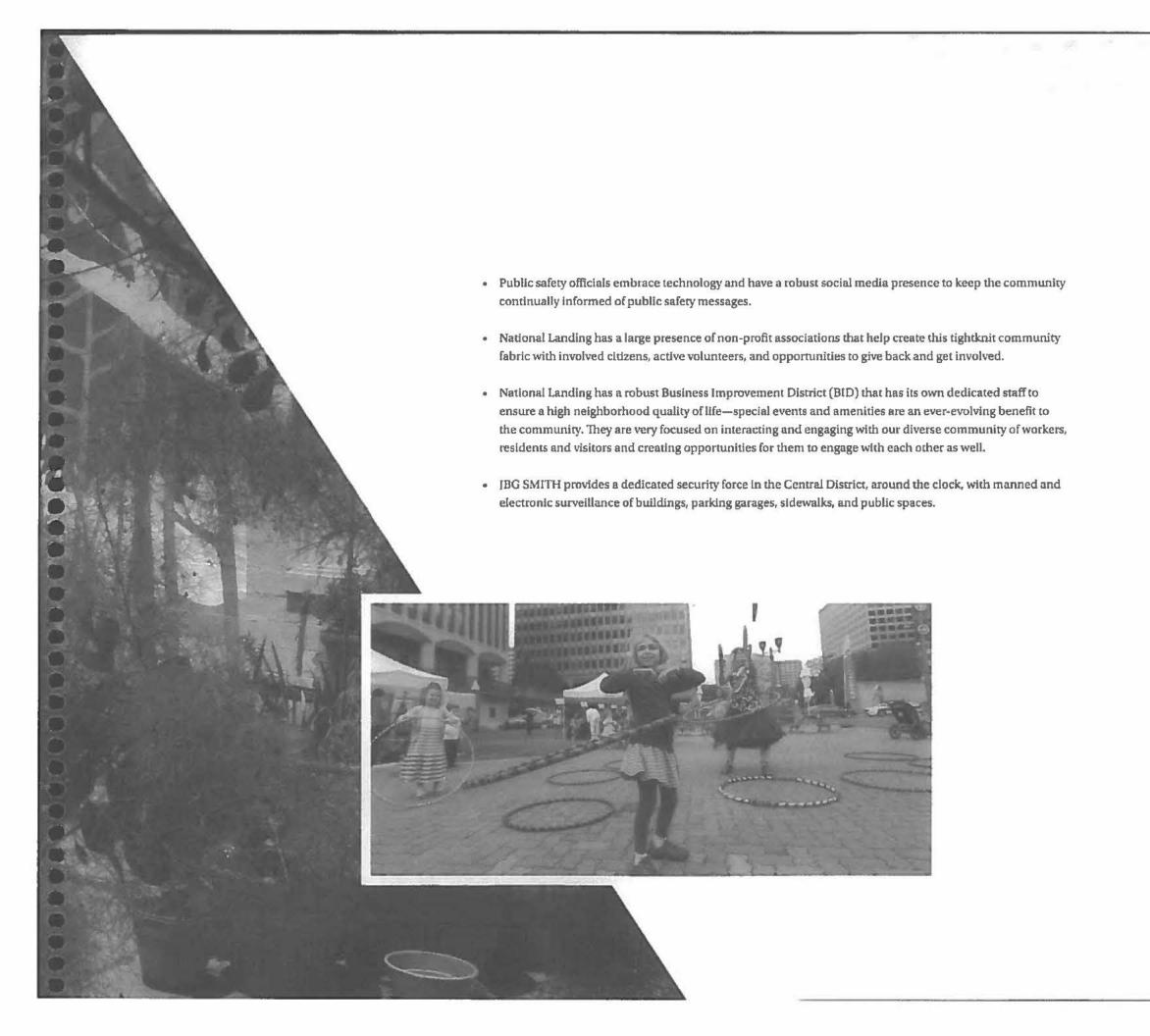
Planned Alamo
Cinema Drafthouse
theater and
restaurant
district in
Central District

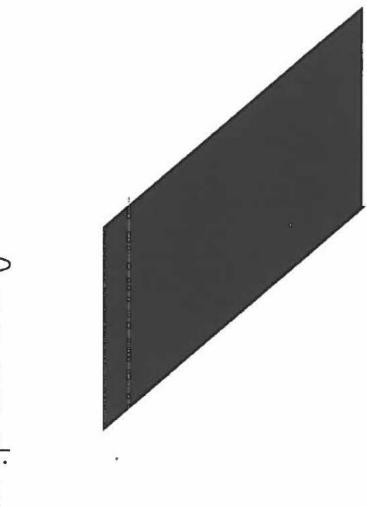


A Safe, Culturally Rich Neighborhood

National Landing is first and foremost a community that cares. People are engaged, volunteer, and give back at every opportunity. Additionally, Arlington and Alexandria's top professional public safety agencies keep the area safe through quick response times, mutual aid agreements, ongoing community outreach initiatives, and highly trained staff.







Appendices



COMMONWEALTH of VIRGINIA

Office of the Governor

Terence R. McAuliffe

October 16, 2017

Mr. Jeff Bezos Chief Executive Officer Amazon 2121 7th Avenue Seattle, WA 98121

Dear Mr. Bezos:

As Governor of the Commonwealth of Virginia, it is my distinct honor to propose Virginia as the future home of Amazon HQ2.

It has been exciting to see Amazon prosper in the Commonwealth, with the support of state, regional, and local partners with you every step of the way. The company has played a pivotal role in our efforts to diversify and build the new Virginia economy with steady growth in fulfillment operations, web services, data centers, and renewable energy deployment throughout the state. In fact, Virginia is now recognized as one of the leading states in the nation for renewable energy development and job creation related to that important and growing sector.

Amazon and Virginia have a lot in common. Your customers come first, and in Virginia, we put corporate partners first.

Your leaders are innovative, open to new ideas, always seek improvement, and demand exceptional talent. You know firsthand that the same is true in Virginia. The expansion of Amazon's footprint across the Commonwealth is a testament to our workforce and business climate. We are committed to offering the best technology talent and infrastructure in the nation, and will never stop striving for improvement.

Virginia has a world-class workforce that is due, in part, to our commitment to invest in workforce education and training. We want to ensure that Virginia businesses have access to a qualified, job-ready workforce. Since 2014, Virginia has increased the number of non-degree, industry-recognized credentials aligned with STEM-intensive occupations by 36%, and now awards more than 50,000 such credentials annually throughout the public workforce system. Virginia has the nation's highest concentration of workers in Computer and Mathematical

Parsick Henry Building * 1111 East Bood Street * Richmond, Virginia 23219 (804) 786-2211 * TTY (800) 828-1120 www.governor.virginia.gov Mr. Jeff Bezos October 16, 2017 Page 2

Occupations, a rank we expect to maintain through continued investment in response to the needs of business and industry.

While we pride ourselves on excellence, the cornerstone of Virginia's business reputation is integrity. You will not find a more loyal and trustworthy team to help your company navigate, and we will be your champion at every turn.

Amazon leaders possess strong judgment and good instincts, and so does Virginia. We know that HQ2 belongs in the Commonwealth, and we want to prove it to you.

The first English settlement in North America began in Virginia as a global business venture, and, more than 400 years later, the Commonwealth still represents the gateway for enterprise. We want Amazon HQ2 to become part of Virginia's rich history.

We look forward to hosting you in Virginia during the site selection process.

Sincerely,

Terence R. McAuliffe

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United States Senate Washington, DC 20510

October 18, 2017

Jeff Bezos Chief Executive Officer Amazon 2121 7th Avenue Seattle, WA 98121

Dear Mr. Bezos:

As members of the United States Senate and as former Governors for the Commonwealth of Virginia, we add our support to every local, regional, and state official in assuring Amazon that Virginia is the best location for your next expansion - HQ2.

The Commonwealth has business success in its DNA. The success and diversity of companies that call Virginia home is a testament to what can be accomplished in the Commonwealth.

Virginia continues to play a critical and rapidly growing role in the technology industry. The Commonwealth has the second-highest concentration of tech workers in the nation. And with some of the world's leading research universities, Virginia is committed to providing Amazon with a talent pool that is consistently prepared for changing technologies, delivering a pipeline of skilled applicants for Amazon.

We want to work with Amazon to foster the innovation of technology companies in the U.S., starting right here in the Commonwealth of Virginia. Here in Virginia, we insist on high standards and think big, too. Let us show you what Virginia and Amazon can accomplish

Sincerely,

United States Senator

"Amazon leaders possess strong judgment and good instincts, and so does Virginia. We know that HQ2 belongs in the Commonwealth, and we want to prove it to you."

Governor Terry McAuliffe



COMMONWEALTH of VIRGINIA

Office of the Lieutenant Governor

Ridgh S. Northam Leorenau Covernor

October 18, 2017

(804) 786-207. Fast (804) 786-751. TTY/TDD: 1-800-828-115. EMAIL: he-of-line communication

Mr. Jeff Bezos Chief Executive Officer Amazon 2121 7th Avenue Seattle, WA 98121

Dear Mr. Bezos

As the Lieutenant Governor of the Commonwealth of Virginia and the Democratic nominee for Governor. I pledge my unwavering support for Amazon's growth in the Commonwealth.

Virginia is known for its bipartisan success in winning major projects, and both sides of the aisle agree: We want Amazon HQ2.

Companies continue to choose Virginia for its strategic Mid-Atlantic location that is within a one-day drive of approximately 43 percent of the U.S. population, with multiple national and international gateways. Add a pro-business environment underpinned by exceptional transportation and utility infrastructure. America's best public higher education system, a growing and highly talented workforce, and excellent quality of life, and the Commonwealth offers many critical location factors that corporate decision-makers are seeking.

I am committed to bolstering Virginia's centuries-old legacy by adapting business solutions, education, and skills training to provide a workforce and husiness climate geared to 21st century demands.

Through Virginia's submission for HQ2, we demonstrate that the Commonwealth is wellpositioned to serve as a key base of operations. I have every confidence that Virginia will match Amazon's caliber by providing the highest standard of performance and innovation.

Thank you for considering the Commonwealth for Amazon HQ2. It would be a great privilege to hust you in Virginia.

Sincerely.

Ralph Northain

Pest Office Box 1195 . Richmond, Virginia 23218



EDFORVIRGINIA.COM

October 17, 2017

Mr. Jeff Bezos Chief Executive Officer Amazon 2121 7th Avenue Seattle, WA 98121

Dear Mr. Bezos:

As the Republican nominee for Governor in the Commonwealth of Virginia, I want to make clear my support for Amazon to bring your second headquarters (HQ2) to Virginia.

In the Commonwealth, we have long-standing traditions of working across the aisle in a bipartisan manner for the greater good of our citizens. Should I have the opportunity to serve as Governor of Virginia, I will be a thoughtful, bipartisan leader committed to enacting policies that favor economic growth, job creation and prosperity for all Virginians.

Virginia is home to world-class universities and research centers. We are also home to a population that is talented, hardworking, and we are known for our signature warm hospitability. It is my hope that you will chose to call Virginia home to HQ2 and that you will partner with us in this exciting next phase of Amazon's growth.

If I am entrusted with the governorship, I commit to you that the Commonwealth of Virginia will be a partner to Amazon and looks forward to growing with you.

Sincerely

Ed Gillesp

PAID FOR AND AUTHORIZED BY ED GILLESPIE FOR GOVERNOR

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WHO WE ARE

The Greater Washington Partnership is a first-of-its-kind civic alliance of CEOs in the region drawing from the leading employers and entrepreneurs committed to making the Capital Region of Baltimore, Washington, and Richmond one of the world's best places to live, work and build a business. Employing nearly 200,000 people across the region, we leverage our CEOs and their organizations' capabilities, resources, and influence in service of the public interest. The Partnership's formation in late 2016 – with the support of the political leadership of Maryland, Virginia, and the District of Columbia – comes from a recognition that the CEOs of the leading employers need to consistently be at the table, working together to help break down the barriers that hold back solutions. We are committed to the region for the long-term, fostering unity and advancing growth to ensure that we achieve our full potential. The Partnership will drive two foundational outcomes for the region – improving the region's transportation system and enhancing our region's ability to develop, attract and retain the talent our region's businesses need.

The CEOs that make up our organization span the geography of our region, employ nearly 200,000 people in the region, and represent a wide range of innovative organizations across industries, including Capital One, Northrop Grumman, Under Armour, and Dominion Energy. The full list of our Board Members is included at the end of this document.

We look forward to partnering with Amazon to make your expansion in the Capital Region a success.

Our Vision

By working together ...

We will leverage our unique strengths, our diversity and the power of commerce to help make the "Capital Region" of Baltimore, Washington, and Richmond...

- ... a dynamic and inventive business environment with a purpose driven community
- ... a home for those seeking opportunity to fulfill their aspirations and thrive
- ... an economic power house that attracts the creatives, entrepreneurs, technologists and people who dream big
- ...a place with the transportation, housing, education, and healthcare systems designed and shaped for the 21st century
- ... a global magnet for talent and innovation

Establishing Baltimore, Washington, and Richmond as the model for a thriving superregion.

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OUR REGION

The Capital Region of Baltimore, Washington, and Richmond is the third largest U.S. regional economy and seventh largest in the world with more than 10 million residents and over \$650 billion in annual gross regional product. With unparalleled strengths and assets – our highly educated, diverse and talented people, our world-class universities and federal research facilities, our global connectedness through our airports, ports, embassies, and digital infrastructure, and our unique position as home to the U.S. federal government – the Capital Region provides an unmatched opportunity for Amazon's second headquarters facility, accessing the best of an increasingly interconnected super-region.

The world's most educated, talented, and diverse workforce. Our region has always been a magnet for those seeking to solve the world's most complicated and impactful problems, from technologists seeking to put a man on the moon or sequence the human genome, to visionaries attempting to make our country and our world more secure and more just. With a workforce of 6.7 million spanning from Baltimore to Richmond, our region offers the deepest, most diverse, most highly educated workforce of any region in North America. 46 percent of the region's working age adults have at least a bachelor's degree, more than any other region in the U.S. We rank second amongst U.S. regions for STEM workers in computer and mathematical fields and tech oriented degrees and certificates. We have a significantly more diverse workforce than the U.S. average, and there are more than 184 languages spoken across the region. And with nearly one million students enrolled in the more than 100 higher education institutions across the region, graduating 256,000 each year, our talent pipeline is unmatched.

The world's leading technology, research, and ideas hub. Our region has long been the home to some of the world's leading scientific and academic research, developing and translating technologies that have driven the global economy's growth for decades. We have 115 federal labs and federally-funded research institutions, providing global leadership in a range of potential breakthrough areas from precision medicine to applied physics to advanced materials to digital security. And in a world where technology, markets, and governance are increasingly intertwined, locating business decision-making, product development, and commercial operations in a region fluent in the worlds of both business and policy can spur innovation and more effectively unlock opportunity that benefits all.

The world's global gateway. Since the founding of the United States, the Capital Region has grown in its global influence and connectedness. A home in our region puts you at the center of the most connected place, anywhere in the world: more than 175 embassies providing immediate access to leaders and governments in every major country; four international airports (Washington Dulles, BWI Marshall, Reagan National, and Richmond International) providing direct connectivity to every major domestic and international destination; the Ports of Virginia and Baltimore at the southern and northern edges of our region providing global freight connectivity; and the densest intersection of fiber networks anywhere in the world.

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GREATER WASHINGTON PARTNERSHIP'S COMMITMENT TO AMAZON

The formation of the Partnership is a demonstration of the commitment that our region's leading employers and entrepreneurs have to the long-term health and vitality of the Capital Region. Our long-term perspective will help to define our region's agenda – cutting across political cycles and party lines – and our near-term urgency and fact-based approach will unlock solutions to the issues most important to our region's competitiveness and prospective employers.

Fostering Unity

Our commitment is real. By fostering unity across the business, government, academic, and philanthropic sectors, we can enable the ongoing collaboration needed to drive solutions that cut across our region geographic and political boundaries. We know what our region has to offer, and we know that with the consistent participation and engagement of CEOs representing employers in the region we can shape the best place in the world to live, work, and build a business.

Our Priorities

Regional Mobility: A region's transportation is central to quality of life, attracting and retaining a world-leading workforce, and driving inclusive growth. The Capital Region brings deep investments and strong underlying transportation assets, but we recognize that more needs to be done to fully harness the agglomeration benefits of our emerging super-region, and address the challenges that accompany growth. The Partnership is committed to developing, advocating for, and executing a range of solutions focused around four primary outcomes:

- Connecting the super-region: We must connect our major activity centers through fast, reliable, and diverse transportation options, beginning with world-class connectivity between the business centers in Washington, Baltimore, and Richmond;
- Improving the consumer experience: Travel to and from daily destinations should be seamless and reliable across a network of transportation options cutting across our region's jurisdictional boundaries;
- Ensuring equitable access: Every resident of our region regardless of his or her community - should have affordable transportation access to employment and educational opportunities, enabling economic mobility and opportunity;
- Integrating innovation: With our size and diverse population, the Capital Region can lead
 the nation in providing new mobility options to its residents and businesses by incentivizing
 and enabling the consistent, seamless, and rapid adoption of transformative innovations.

<u>Tech Tolent</u>: Our region's human capital is its greatest asset, with high educational attainment levels and a robust university and educational system. Nevertheless, with rapid evolution of technologies and an increasing reliance on knowledge workers, we recognize that employers and education providers must work more closely and more nimbly than ever to ensure we remain a premier source and destination for talent, and one that is highly responsive to the needs of its employers. To that end, the Capital Region is building on its many areas of strength, including its global leadership in secure information technology. Today, the region produces more than 2.5

3



times the number of graduates prepared for careers in information security than any other region in the country. As security becomes a central feature in all products being developed and commercialized, our employers and education providers are taking deliberate actions – including scaling programs in elementary, secondary and post-secondary education, and supporting the attainment of new skills and experience across our existing workforce – to position our region as a hub for the next generation of technology development. Developing needed responsiveness into our region's ability to develop, attract, and retain tech-oriented talent will ensure that we have the workforce needed to enable employers to meet their rapidly evolving needs.

Our Commitment to Your Success

Your decision will have a powerful impact on our region's trajectory – with it brings phenomenal new opportunities and real challenges that together we will confront. Our organization is committed to the long-term health and vitality of this region, driving the solutions growing businesses need to operate, hire, and thrive in this region.

You have our collective commitment to make your entry and growth in the Capital Region a success, and as part of that, a standing invitation to join the Greater Washington Partnership. Together, as part of the region's leading employers, we will ensure that the Capital Region reaches its enormous potential.

GREATER WASHINGTON PARTNERSHIP - BOARD OF DIRECTORS

Russ Rangey, Chair	Ted Leousis, Vice- Chair	Peter Scher, Pice- Chair
CEO	Founder, Majority Owner, Chairman, and	Chairman of the Washington, D.C.
Ramsey Asset Management	CEO	Region
	Monumental Sports & Entertainment	JPMurgan Chase & Co.
Wes Bush	Chris Crone	Run Daniels
Chairman, CEO, and President	President and CEO	President
Northrop Grununan Corporation	Exclos Corporation	Johns Hopkins University
Rich Fairbank	Tom Farrell	Stabica Julial
Founder, Chairman, and CEO	Chairman, President, and CEO	Head of Medinumune and
Capital One	Dominion Energy	Executive VP. AstraZenova
■ Contract	Sent Control and the property of the Property	AstraZeneca Medlimmune
Sheila Johnson	Sachiko Kuno	Luis Moreno*
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Salamander Hotels & Reserts	S&R Foundation	Inter-American Development Bank
		*Honorary Advisory Member
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Bill Stromberg	Grant Verstandig	Mark Weinberger
President and CEO	Founder and CEO	Global Chairman and CHO
T. Rowe Price	Rally Health	EY
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October 11, 2017

Jeffrey P. Bezos Chief Executive Officer Amazon 410 Terry Avenue North Seattle, Washington 98109

Dear Mr. Bezos:

We are thrilled to share with you the many reasons why Greater Washington is the best region in North America for anchoring Amazon's new headquarters. As elected local government leaders, we know that our diverse, dynamic, and growing region provides Amazon with the ideal combination of talent, location, technological capabilities, connectivity, and vibrancy, coupled with an extraordinary quality of life.

As a resident of Greater Washington, you have already hit the ground running through your business and other relationships. By locating in our thriving region, we see Amazon's potential as unlimited.

Greater Washington's strengths start with our people—our talent. Our workforce outperforms every other metropolitan area in educational attainment. Our outstanding colleges and universities, numerous technical college and specialty schools are preparing the next generation of exceptionally diverse talent, performing cutting-edge research, and fostering connections across the globe thereby providing the best and brightest future workforce for Amazon. And as our economy continues to evolve and diversify, our deep talent pool is expanding. Our concentration of entrepreneurs and highgrowth companies, such as information technology services, software, and business products and services, leads the nation.

In addition to offering an unparalleled, strategic headquarters location on the East Coast—near other major metropolitan areas—with capacity for growth, Greater Washington provides Amazon with convenient access to key business players, including regulators and customers within the federal government. Our location is further strengthened by being a global center with three airports with international flights as well as foreign embassies and consulates.

Greater Washington's governments and businesses are leaders in sustainability, such as green building construction and renewable energy use. Our region boasts a robust technology infrastructure powered through reliable, affordable energy options. Our parks and natural resources are recognized and protected as vital assets, and we pride ourselves on the remarkable progress we've made to clean our air and waterways.

Our urban and suburban communities are a network of vibrant, culturally-rich, and interconnected hubs—magnets for professionals and business alike. We have one of the nation's most widely-used bus and rail systems, three major airports, an expansive system of highways, and our region is known for its exceptional walkability and bikeability. In addition, our excellent school systems, museums, performing arts centers, restaurants and nightlife all contribute to a high quality of life for our residents.

777 NORTH CAPITOL STREET NE, SUITE 300, WASHINGTON, DC 20002 MWCOG.ORG (202) 962-3200 Jeffrey P. Bezos October 11, 2017

Greater Washington's identity has been shaped in large part by an openness and ability to incorporate new people and ideas. We are energized and excited by the prospect of Amazon making its second home here and are certain that Amazon and Greater Washington will be outstanding partners. Our region's combination of unique strengths guarantees long-term success for Amazon. And through synergies resulting from Amazon's presence in Greater Washington, we will transform our region in ways that will capture the imagination of the entire country and the world.

Muriel Bowser Mayor, District of Columbia Sharon Bulova Chairman, Fairfax County Board of Supervisors

Rushern L Baker, III
County Executive, Prince George's County

Islah Leggett County Executive, Montgomery County

Jay Fisette Chair, Arlington County Board

Phyllis J. Randall Chair, Loudoun County Board of Supervisors

Corey A. Stewart Chairman, Prince William Board of County Supervisors Allison Silberberg Mayor, City of Alexandria

(C) 3

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GEORGETOWN UNIVERSITY
Office of Government Relations
and Community Engagement

October 5, 2017

Dear Amszon:

As you consider the Greater Washington region for your "HQ2," please know that Georgetown University would be pleased to partner with our Northern Virginia-based higher education colleagues to help develop Amszon's workforce of the future.

As a leading higher educational institution based in the Washington region for over two hundred years, we are confident our current and emerging diverse educational programs – in the liberal arts, sciences, and professional schools alike – could make significant contributions to your human capital needs.

Innovation is the key to unlocking Amazon's full potential in our region and — with the launch of our Massive Data Institute and the region's first Research Data Center in partnership with the U.S Census Bureau — we are pleased to be a part of the Greater Washington innovation ecosystem. And with tremendous research capacity, our local universities are the perfect test bed for Amazon's cutting-edge product development and data analytics projects.

We welcome the opportunity to discuss future partnerships between Amszon and Georgetown University.

Sincerely yours,

Christopher Murphy

Vice President for Government Relations and Community Engagement





ARLINGTON COUNTY, VIRGINIA OFFICE OF THE COUNTY BOARD

2100 CLARENDON BOULEVARD, SUITE 300 ARLINGTON, VIRGINIA 22201-5406 (703) 228-3130 - FAX (703) 228-7430 E-MAIL: countyboard@arlingtonya.us



MEMBERS
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KATIE CRISTOL
VICE CHAIR

CHRISTIAN DORSEY LIBBY GARVEY JOHN VIHSTAUT

CLERK TO THE COUNTY BOARD

Amazon
Office of Economic Development
c/o Site Manager Golden
2121 7th Avenue
Seattle, WA 98121

October 10, 2017

Dear Site Manager Golden:

Our colleagues on the Arlington County Board, our County employees and our residents would be thrilled to welcome Amazon and its employees to our community, and would welcome a new campus here with pride.

Arlington County offers you access to a vast pool of well-educated talent, nationally recognized digital infrastructure, and world-class amenities all within a few minutes of Washington's most talked-about influencers and decision makers. Located just across the Potomac River from DC, Arlington County offers the greatest views of our nation's capital from our own urban skylines.

Over the past decade, Arliagton has emerged as an innovative, green and vibrant community, appealing not only to federal agencies such as the Department of Defense and the Defense Advanced Research Projects Agency (DARPA), but also to fast-growing tech startups and international corporations like Applied Predictive Technologies and Boeing. These companies chose Arlington as their corporate home because of our stable and business-friendly environment, easy access to National, Dulles and BWI airports, modern transportation options, and a cosmopolitan flair that attracts a dynamic and diverse workforce. As a County recognized for our sustainable and smart growth-oriented development, we provide options that balance ready access to a full complement of urban amenities while retaining the warmth and charm of a close-knit neighborhood community.

We recognize that real estate decisions for a company are not only critical from a financial perspective, but also critical to your greatest asset — your people. By expanding into the most highly-educated County in the nation, Amazon would join a community of curious and results-driven innovators and leaders.

Congratulations on the growth of your company and embarking on this incredible journey!

Sincerely,

Jay Fisette, Chair, Arlington County Board

fatie Custol

Katie Cristol, Vice-Chair, Arlington County Board





ARLINGTON COUNTY, VIRGINIA

ECONOMIC DEVELOPMENT COMMISSION
1100 NONTH GLESS ROAD, # 1500
ARLHSTON, VIRGINIA 22201
(703) 228-0608 • FAX (703) 228-0806



October 2, 2017

Amazon
Office of Economic Development
c/o Site Manager Golden
2121 7th Ave.
Seattle, WA 98121

Dear Amazon:

In mission, vision and execution, Amazon has proven its dedication to providing the best experience and service to its customers. As an advisory body of forward thinking leaders, we also prioritize the needs of our customers—our business and resident communities in Arlington and the Northern Virginia region. The Arlington Economic Development Commission (EDC) takes our role seriously in helping to attract and retain businesses in our community—making it a prosperous and vibrant place for all our businesses, residents and visitors to enjoy.

We understand that Amazon is looking for a second North American headquarters that has a diverse and highly skilled workforce and a stable and business-friendly environment. As Amazon looks for a second home, the EDC encourages you to take a look at Arlington and Northern Virginia. From sky scrapers to cape cods, our location is uniquely positioned to welcome Amazon. As a world-class community that is adjacent to Washington D.C., Arlington distinguishes itself with urban neighborhoods that have a small-town feel, yet provide access to big city amenities and sit comfortably beside major transportation hubs and key business corridors. Because of our community's smart infrastructure investments in transportation, education and technology, we've attracted a young, highly educated and technical workforce with global appeal.

We value innovative and creative uses of commercial and public spaces and parks to preserve the environment, maintaining housing that is affordable and inclusive for residents of all ages and stages. Arlington supports an outstanding public school system for our children along educational resources for residents and workers to engage in lifelong learning opportunities. We value being a place where businesses and residents work together in creating a community that is caring, diverse and civic minded to achieve the quality of life enjoyed by residents' workers and visitors. We believe Amazon shares

Amazon, Office of Economic Development October 2, 2017 Page 2 of 2

our economic and community values and would be honored to have Amazon chose Arlington as its second home.

On behalf of the EDC, we welcome you to Arlington and the Northern Virginia community. We're confident that we can provide Amazon with the total package—a great community for your company, employees and customers to work, live, innovate and grow.

Respectfully,

Sally J. Duran

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Chair, Economic Development Commission



Office of the Superintendent 1426 N. Quincy Street • Arlington, Virginia 22207

October 5, 2017

Amazon
Office of Economic Development
c/o Site Manager Golden
2121 7th Ave.
Seattle, WA 98121

Dear Amazon Site Manager Golden:

For the past eight years, I've had the pleasure of serving as the Superintendent of Arlington Public Schools (APS). In Arlington, you will find that by temperament and climate, Arlington is an ideal host for Amazon. Ours is a sophisticated, well educated, and highly diverse population that supports education and understands the value of creating learning opportunities and spaces that foster curiosity in our children.

APS understands that there is value in working together with our business and community leaders to foster innovation in Arlington. We recognize that all stakeholders have a role to play in the economic stability and growth within our local ecosystem. With a diverse student body drawn from 122 countries, we work to prepare our students—the future workforce—to be curious and resourceful big thinkers.

As a Northern Virginia native, I know that Arlington is a terrific community for your company and employees. It is a highly livable community with a progressive outlook, outstanding access to public ground transportation options, home to an airport providing access to communities throughout North America, and easy access to the wide array of cultural, educational and entertainment institutions in the nearby District of Columbia. The area is also home to numerous institutions of higher education that would provide a wealth of resources to Amazon.

Arlington will provide a great venue for a new Amazon office, and those of us involved in education would be pleased to support you, your staff and their families in any way we can.

Sincerely,

Pat Murphy, Ed.D., Superintendent Arlington Public Schools

PHONE: (703) 228-8634

FAX: (703) 228-6188



LOUDOUN COUNTY PUBLIC SCHOOLS

OFFICE OF THE SUPERINTENDENT 21000 Education Court Ashburn, Virginia 20148 (571) 252-1020

Eric Williams, Ed.D. Superintendent

September 28, 2017

Dear Amazon,

I would like to be among the first to welcome Amazon to Loudoun County, Virginia, and its highperforming school division. As superintendent, I am proud to highlight the many accomplishments of
Loudoun County Public Schools and the numerous opportunities available to the families of Amazon
employees. We empower all students to make meaningful contributions to the world. With our emphasis
on project-based learning, rather than test-prep memorization, our graduates are knowledgeable critical
thinkers, communicators, collaborators, creators, and contributors. They are curious learners who are
adept at adjusting in an ever-changing technological and business environment.

All 90 of our schools are fully accredited through the Virginia Standards of Learning program. We are ranked by Niche as the number two school system in the state with an overall grade of A+. LCPS has an on-time graduation rate of 95.5 percent and boasts 38 National Merit Semifinalists. LCPS students perform above state and national averages on both the SAT and ACT, and the Class of 2017 earned in excess of \$54 million in scholarships.

Our district proudly belongs to the Digital Promise League of Innovative Schools. I was among the first six superintendents to belong to this 86-member network that connects the most forward-thinking leaders of the nation's school districts. Supported by extensive broadband and robust wireless capacity, our students use technology to improve the quality and amplify the impact of their work in solving authentic, challenging problems. This includes the students at our three computer science immersion elementary schools. Technology also serves our shift to personalized learning by helping us tailor learning experiences to students' strengths, needs and interests, rather than just basing instructional decisions on a student's age and grade level.

Next year, LCPS will open the 300,000 square-foot Academies of Loudoun. This state-of-the-art STEM facility will host advanced science, math, engineering, technology, and entrepreneurship programs. In addition to providing scholars to top-name universities (more than 90 percent of LCPS' graduates go on to further education), the Academies will produce industry-certified graduates (CISCO Certified Network Associate, CompTIA A+, CompTIA Network+, CompTIA Security+) who can immediately enter the workforce. Through the Pathways to Baccalaureate program, in partnership with Northern Virginia Community College and George Mason University, LCPS offers a dynamic, affordable method to obtain a post-secondary degree.

This past summer we met with leaders from Amazon Business for Education and Amazon Web Services, discussing the potential for an innovative partnership. I welcome the opportunity to further discuss this and other partnership opportunities involving Amazon and Loudoun County Public Schools.

Eric Williams, Ed.D.
Superintendent

NOVA.AMZNHQ2.COM 373

Consumer Technology Association

1919 5. Eads St. Arlington, VA 22202 703-907-7600 CTA.tach

Amazon HQ2 Search Team

Dear Sir/Madam:

As Amazon is considers where to establish a second headquarter location in North America, I encourage you to consider Arlington, VA.

The Consumer Technology Association (CTA), of which Amazon is a member, has been headquartered in Arlington for more than 20 years. We serve as the leading voice and advocate for tech entrepreneurs and innovators, and are best known for producing CES, the world's largest innovation event, held in Las Vegas each January.

Arlington is an ideal host for Amazon. Only five minutes from the nation's capital, Arlington offers unparalleled access to lawmakers, key leaders in the federal agencies and other national and international influencers. The Washington area is also home to many of the world's top science and technology policy think tanks, whose invaluable insights allow us to formulate and promote policy solutions that accelerate innovation and spur growth, opportunity and progress.

Arlington also provides a terrific community for your staff. It is a highly livable community with a progressive outlook, outstanding access to public ground transportation options, world-class restaurants, lots of community activities including fun runs and neighborhood celebration days, and an abundance of parks and bike trails for those who enjoy the outdoors. For families, Arlington is home to some of the nation's best public schools and offers a wide array of opportunities to engage in the community, from youth and adult sports leagues to arts to community and social groups and more. CTA has found the Crystal City neighborhood particularly attractive for our workforce. Each day, our staff comes to work via different modes of transportation — by metro, rail, car, bicycle and foot. The area has many amenities to choose from, all within walking distance from our office location.

In addition to its proximity to Washington, D.C., Arlington is also located in Virginia – a state widely recognized as a tech powerhouse. According to CTA's <u>Innovation Scorecard</u>, an annual report that ranks states on their openness to innovation and technology, Virginia has one of the best most robust tech workforces in the country, boasting a large population of driven, highly-skilled workers. It is one of the top ten states for fast internet speeds, and has demonstrated its openness to cutting-edge technologies, such as drones and self-driving cars.



Arlington offers the best of all worlds: It is located in a strong, supportive state close to our nation's capital and all its resources, including world-class academic institutions. And it is a sustainable, accessible community – highly desirable to prospective employees and potential partners. I believe Amazon will find Arlington compatible to its core mission and long-term growth. CTA would be pleased to support you and your staff in any way we can as you think through this critical decision in your company's long-term growth plan.

Sincerely,

Gary Shapiro

President and CEO

Bloomberg BNA

1801 South Bell Street Arlington, Virginia 22202 703.341.3000 www.bna.com

September 29, 2017

Dear Sir/Madam,

I am writing to provide Bloomberg BNA's endorsement of Arlington, VA as a great location to do business. Bloomberg BNA is a news, analysis, research, and technology company that provides industry professionals with critical analysis, guidance and workflow solutions utilizing leading technology solutions. We are one of Arlington's major employers and have approximately 1,000 employees in our Crystal City location, which functions as our corporate headquarters.

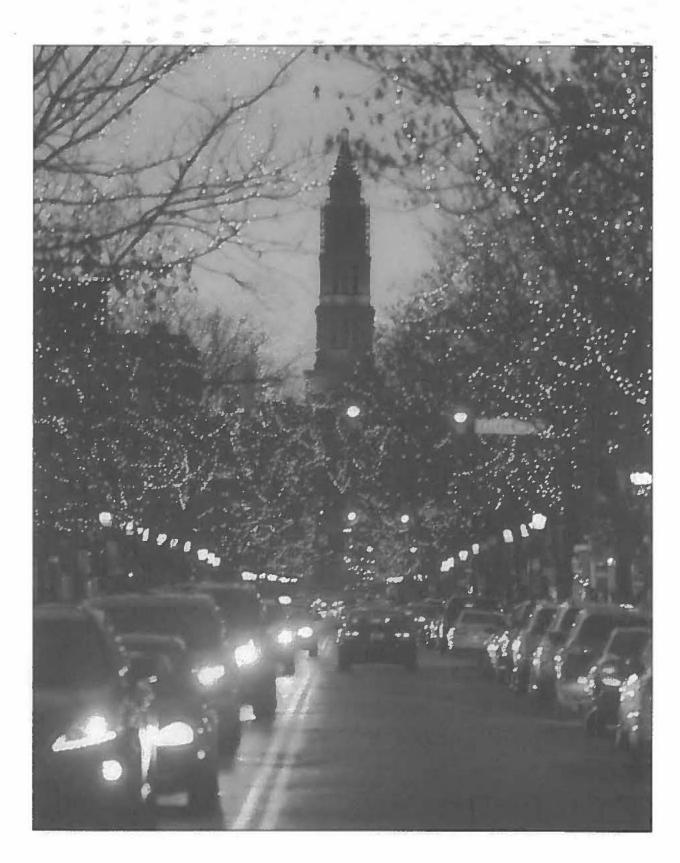
After nearly a decade of growth in Arlington, we recently decided to remain here and expand our presence after reviewing other sites. Like any company, our success depends in large part on our ability to attract and retain the best and the brightest and we have had no trouble finding the talent we need in this region, which has a strong pipeline of skilled professionals in the technical and creative fields. Arlington has also been a great location in terms of access to our customers and other key players critical to our service offering, including the federal government and key decision makers on Capitol Hill.

While these assets may be found elsewhere in this region, we do feel that Arlington County differentiates itself in terms of its customer service orientation and a government that is committed to its businesses and their employees. Arlington in general, and Crystal City in particular, continues to be a great community for our employees. Not only is the location ultra-convenient in terms of accessibility (our employees commute from all corners of the region using all modes of transport), it is also an amenity-rich community that is constantly seeking to improve its offerings in terms of retail and community services for our employees. Bloomberg BNA employees continue to be actively engaged in the community as evidenced by the 3,000 volunteer hours they have contributed since 2014.

in short, we consider Arlington County a great partner and look forward to continued growth here.

Cincarely

Gregory C. McCaffe CEO & President Bloomberg BNA



End Notes

TALENT

Most highly educated metropolitan statistical area in the country: U.S. Census Bureau, 2015 American Community Survey 1-Year Estimates

Fifth ranked area for growing concentration of educated talent: Bloomberg (October 2017), "The Smartest Americans Are Heading West"

Largest increase across more than 1,800 jurisdictions: RealtyTrac (September 2014), "Millennials Moving To Markets With Jobs, Baby Boomers Downsizing To Lower-Cost Markets"

Fairfax County has more than 200,000 members of Gen Y: George Mason University School of Public Policy (April 2014), "Growing Up and Aging in Place: Generational Demographics in the Washington, DC Region"

Best locations for millennials: Niche, "2017 Best Cities for Millennials in America"

Fourth largest growth in international population: U.S. Census Bureau 2016, American Community Survey

African Americans fill ~17% of all technology jobs: The Guardian (August 2017), "Segregated Valley: the ugly truth about Google and diversity in tech"

Women fill 41% of all technology jobs: SmartAsset (April 2017), "The Best Cities for Women in Tech in 2017"

Best city for women in tech: SmartAsset (April 2017), "The Best Cities for Women in Tech in 2017"

Software developers earn an annual average of \$114,000: Bureau of Labor Statistics, Occupational Employment Statistics, 2016

The country's No. I new tech hot spot: Forbes
(January 2013), "The New Places Where America's
Tech Future Is Taking Shape"

Region now claims more than 1,000 startups:

San Francisco Business Times (February 2017),

"Washington, D.C. has become one of the nation's top cities for tech investment"

Sixth largest metropolitan area for venture capital investment: City Lab (February 2016), "A Closer Look at the Geography of Venture Capital in the U.S."

No. 1 social enterprise ecosystem: Forbes (July 2016), "The State Of Social Enterprise Ecosystems"

Largest number of veterans in the labor force: U.S. Census Bureau, 2016 American Community Survey 1-Year Estimates

More technically equipped computer science graduates than any other area: U.S. Department of Education (2015), National Center for Education Statistics, Integrated Postsecondary Education Data System (IPEDS) Second-highest number of legal graduates compared to all other metropolitan areas: U.S. Department of Education, National Center for Education Statistics, Integrated Postsecondary Education Data System (IPEDS), 2015

The Commonwealth boasts 45% more cyber employees than any other state in the country:

Bureau of Labor Statistics, Occupational Employment Statistics Survey, 2016

Northern Virginia talent is more likely to stay local: Zippia (2017), "Leaked State Secret: How to Stop the Brain Drain"

Graduates remain either in Virginia or in Washington,
D.C.: EMSI Q3 2017 Data Set Resume Analysis,
Virginia Employment Commission, Economic
Information Services, 2016 American Community
Survey, Bureau of Labor Statistics Occupational
Employment Statistics

Best for recent grads: NerdWallet (September 2017), "Best Cities for Recent College Grads"

Top 5 regions for recent college grads: Money Watch (May 2017), "5 U.S. cities where college grads can thrive"

The country's 2nd ranked and one of the country's oldest public universities: U.S. News & World Report Rankings (2017), "Top Public Schools 2018"

Best public higher education system: SmartAsset (March 2017), "The Best States for Higher Education in 2017"

Virginia's higher education system is top 10: U.S. News & World Report Rankings (2017), "Top Public Schools 2018"

Virginia's 72 four-year colleges and universities educate ~500,000 students: U.S. Department of Education, National Center for Education Statistics, Integrated Postsecondary Education Data System (IPEDS), 2014-2015

Top 25 of leading public universities: U.S. News & World Report Rankings (2017), "Top Public Schools 2018"

Virginia constantly ranks near the top nationally in university graduation rates: SmartAsset (March 2017), "The Best States for Higher Education in 2017"

Students who have passed an AP STEM exam: U.S. Chamber of Commerce Foundation (September 2014), "The States Need to Step It Up on STEM"

Standards for student learning, achievement and standardized testing: "HB 831 Standards of Learning; curriculum shall include computer science and computational thinking," 2016

Computer science course credits to satisfy state graduation requirements: "HB 1054 High school diploma course and credit requirements; computer science," 2014

One of the nation's top-ranked science and technology high schools: U.S. News & World Report Rankings (2017), "Best High Schools 2018"

Only high school in the country to design and build a satellite: Washington Post (November 2013), "Fairfax County students build first satellite sent to space"

Academies of Loudoun will bring a second STEM high school to the region: Loudoun County Public Schools, "Academies of Loudoun -- Opening Fall 2018"

Home to 65 elementary schools with STEM-focused labs: Fairfax County Public Schools, "STEAM and STEM Labs"

An ambassadorship program that sends students from Thomas Jefferson High School for Science and Technology to elementary and middle schools: Fairfax County Economic Development Authority

In Arlington, the public school system boats computer science programs at all middle and high schools:

Arlington Economic Development

Alexandria's public schools have formed partnerships with neighbors like the American Association for the Advancement of Science: Alexandria Economic Development Partnership

Established partnerships with NASA, the FBI, and several local businesses to facilitate mentorship:

Arlington Economic Development

LIVABILITY

Cities across the region are routinely ranked as some of the most LGBTQ friendly: Time (January 2014), "And The Gayest City In The U.S. Is..."

Arlington and Alexandria receive a perfect score from the Human Rights Campaign: Human Rights Campaign, "Municipal Equality Index 2016"

More than 30 percent of Fairfax County residents were born outside the U.S.: Fairfax County Economic Development Authority

In Alexandria's public school system, students come from more than 125 countries: Alexandria City Public Schools, "Fast Facts"

In Arlington, students come from 114 countries and speak 99 languages: Arlington Public Schools, "ELL Students"

Loudoun's foreign-born population quadrupled: Loudoun County Department of Economic Development

Businesses are owned by people of color and women: Bureau of Labor Statistics, Occupational Employment Statistics 1 in 3 residents in the Washington, D.C. area volunteer: Corporation for National & Community Service, "Trends and Highlights Overview"

#1 city in the U.S. for millennials: Niche (2017), "2017 Best Cities for Millennials in America"

#6 best place to raise a family: Niche (2017), "2017 Best Cities to Raise a Family in America"

#3 best city to live in the United States: Niche (2017), 2017 Best Cities to Live in America

#1 best city to live without a car: Forbes (February 2017), "Autonomous: Nine Of The Best Cities To Live Without A Car"

Most romantic city in the United States: Amazon (February 2016), "Love is in the Air in Alexandria — Amazon.com Releases the Top 20 Most Romantic U.S. Cities"

Median price in the area is \$1,490: U.S. Census Bureau, American Community Survey, 2015 The cost of living in Northern Virginia is ~141: Council for Community and Economic Research (August 2017), Cost of Living Index

#6 best U.S. state for education: Wallet Hub (July 2017), "2017's States with the Best & Worst School System"

#10 best state for education: U.S. News & World Report (2017), "Best States for Education"

4 of the top 5 school districts in Virginia: Niche (2017), "2018 Best School Districts in Virginia."

All Northern Virginia school districts are rated A or A+: Niche (2017), "2018 Best School Districts in Virginia"

#3 safest city in America: SmartAsset (November 2016), "The Safest Cities in America in 2016"

Washington, D.C. was named Bon Appetit's
Restaurant City of the Year: Bon Appetit (August 2016), "Washington D.C. Is the Restaurant City of the Year"

CONNECTIVITY

Ranked third nationally in absolute federal R&D obligations: National Science Foundation (March 2017), "Total Federal Research and Development Funding Down 1% in FY 2015, but Funding for Research Up 1%"

Ranked second by federal lab count: Federal Labs, Federallabs.org

The data center capital of the world: Washingtonian (September 2016), "70 Percent of the World's Web Traffic Flows Through Loudoun County"

NOVA is the birthplace of the Internet: Defense Advanced Research Projects Agency, "ARPANET and the Origins of the Internet"

The Internet's first major interconnection point: Data Center Knowledge (June 2009), "The Internet's Busiest Intersection"

Virginia has more than 650 data processing, hosting and related establishments: Yes Virginia, "Data Centers: Industry Overview"

. . . .

Northern Virginia has a higher concentration of data processing and hosting sites: Bureau of Labor Statistics, Quarterly Census of Employment and Wages, 2017

Loudoun alone is home to more than 75 data centers: Loudoun Virginia Economic Development, "Data Centers"

70% of the internet traffic flows through Northern Virginia: NextGov (January 2016), "Up To 70 Percent Of Global Internet Traffic Goes Through Northern Virginia"

Access rates for 100 mbps broadband are in the high 90%s: Broadband Now, "Broadband Service in Virginia"

Multimodal infrastructure and intelligent systems investments are being complemented by outreach and education efforts: Virginia Department of Transportation (VDOT)

25% of the population doesn't drive to work:

Commuter Connections (June 2017), "2016 State of the Commute "At-a-Glance" Survey Section"

Sixth largest bus network in the United States: Washington Metropolitan Area Transit Authority (2017), "Metro Facts 2017"

Fleet replacement for rail and bus: Washington
Metropolitan Area Transit Authority (January 2010),
"Overview of Program Management Services and
Proposed CIP FY2012-17"

Top city for public transportation: Smart Asset (July 2017), "The Best Cities for Public Transportation"

89% of local commuters say that transit serves their home: Commuter Connections (June 2017), "2016 State of the Commute Survey Report"

86% of commuters say public transit serves their place of work: Commuter Connections (June 2017), "2016
State of the Commute Survey Report"

45% of those working in the metro area's center core use mass transit: Washington Metropolitan Area
Transit Authority (2017), "Metro Facts 2017"

NOVA is 3rd compared to peers on public transit use: U.S. Census Bureau, 2011-2015 American Community Survey 5-Year Estimates

WMATA strategic and pivotal investments:
Washington Metropolitan Area Transit Authority,
Momentum: The Next Generation of Metro Executive
Summary 2013-2015

The region is home to an active bikeshare system: Virginia Department of Transportation (VDOT)

Capital Bikeshare has a network of 3,700 bikes: Capital Bikeshare; Virginia Department of Transportation (VDOT)

Innovating bikesharing further by providing point-topoint dockless bikes: The New York Times (October 2017), "Bike-Sharing Is Flourishing in Washington. Can the City Handle It?" A series of nationally and internationally known regional trails: Virginia Department of Transportation (VDOT)

Biking has increased 100% in Virginia since 2005: The League of American Bicyclists, "Bicycle Commuting Data"

Northern Virginia boasts 40 years of established "slug culture": Virginia Department of Transportation (VDOT)

A growing regional vanpool program that has expanded ridesharing options: Virginia Department of Transportation (VDOT)

A commute time faster than the average of any other metro area: C&M Associates, Inc. (September 2015), "I-66 Express Lanes Outside the Capital Beltway Intermediate Traffic and Revenue Study"

By 2020, Northern Virginia's interstate highways will have a comprehensive 90+ mile network of Express

Lanes: Virginia Department of Transportation (VDOT)

Ranks 4th in the nation for total annual hours of travel delays: Texas A&M Transportation Institute (August 2015), "2015 Urban Mobility Scorecard"

Congested travel at 45% of peak vehicles miles: Texas A&M Transportation Institute, Urban Mobility Information, "Performance Measure Survey 1982-2014"

The first city in North America to create a bikesharing program: Capital Bikeshare, "About Capital Bikeshare"

Birthplace of high-occupancy vehicle (HOV) roadways: U.S. Department of Transportation Federal Highway Administration (December 2008), "Section 2: Operational Description of the Nation's HOV Lanes"

NOVA has 40 years of dynamic "slugging culture": Virginia Department of Transportation (VDOT)

More than 40 million passengers a year: Metropolitan Washington Airports Authority (December 2016), "Air Traffic Statistics"

Combined, the two airports provide 953 domestic and 86 international flights per day: Diio Mi, U.S. Airports 2016 Traffic

An additional 23 million passengers per year:

Baltimore/Washington International Thurgood

Marshall Airport, "Facts & Figures"

Northern Virginia ranks among the highest rates of connection to other metro regions: Diio Mi, U.S. Airports 2016 Traffic

Amtrak provides access to locations across the Commonwealth: Amtrak Virginia, Amtrak.com

VRE operates some 30 trains from 18 stations: Virginia Railway Express

Open for business to testing connecting and autonomous vehicles: Virginia.gov (May 2017), "Governor McAuliffe Announces Establishment of Commonwealth's Autonomous Systems Center of Excellence"

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Tested a Ford-designed method for self-driving vehicles: Ford (September 2017), "Ford, Virginia Tech Go Undercover To Develop Signals That Enable Autonomous Vehicles To Communicate With People"

Virginia has made all of its transportation data open: Virginia Department of Transportation, Open Data Portal

As part of a two-way data share, Waze will provide VDOT with real-time, autonomous incidence and slow-down information: Virginia Department of Transportation (December 2016), "VDOT Partners With Waze Connected Citizens Program To Improve Travel On Virginia's Roadways"

Application of traffic management technology along I-6 represents the third deployment in the US:

Virginia Department of Transportation (VDOT)

A nationally unique testing environment to advance these efforts: Virginia Department of Transportation (October 2017), "Connected and Autonomous Vehicle Program"

BUSINESS CLIMATE

3rd for best regulatory environment: Forbes (2016), "Best States for Business: Virginia"

No. 3 for business-friendly environment: CNBC (2016), "America's Top States for Business 2016"

Consistently ranked as a top state to do business (Forbes): Forbes, "Best States for Business 2016",

Consistently ranked as a top state to do business (CNBC): CNBC, "America's Top States for Business 2017"

Ranked 2nd for the quality of state administration: U.S. News & World Report, Best States Rankings 2017

Alexandria, Arlington, Fairfax, and Loudoun counties all boast AAA credit ratings: Moody's

Virginia now ranks 8th in the 2016 U.S. Green
Building Council's top states for LEED: U.S. Green
Building Council (January 2017), "U.S. Green Building
Council Releases Annual Top 10 States for LEED
Green Building"

Solar installations in the Commonwealth have increased: Virginia.gov (May 2017), "Governor McAuliffe Takes Executive Action to Reduce Carbon Emissions Across Virginia"

The federal government constitutes one of Amazon's most important clients: Washington Post (April 2015), "The rise of Amazon Web Services"